

**ANNUAL STATEMENT**  
**OF THE**  
**AMERIGROUP Tennessee, Inc.**

**of**  
**Nashville**  
**in the state of**  
**Tennessee**

**TO THE**  
**Insurance Department**  
**OF THE STATE OF**  
**Tennessee**

**FOR THE YEAR ENDED**  
**December 31, 2016**

**2016**

**HEALTH**

**2016**



# HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2016  
OF THE CONDITION AND AFFAIRS OF THE

## AMERIGROUP Tennessee, Inc.

NAIC Group Code 0671 0671 NAIC Company Code 12941 Employer's ID Number 20-4776597  
(Current) (Prior)

Organized under the Laws of Tennessee, State of Domicile or Port of Entry TN

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

Is HMO Federally Qualified? Yes [ ] No [ X ]

Incorporated/Organized 04/26/2006 Commenced Business 04/01/2007

Statutory Home Office 22 Century Boulevard, Suite 220, Nashville, TN, US 37214  
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 4425 Corporation Lane  
(Street and Number) Virginia Beach, VA, US 23462  
(City or Town, State, Country and Zip Code) 757-490-6900  
(Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane, Virginia Beach, VA, US 23462  
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane  
(Street and Number) Virginia Beach, VA, US 23462  
(City or Town, State, Country and Zip Code) 757-490-6900  
(Area Code) (Telephone Number)

Internet Website Address www.amerigroup.com

Statutory Statement Contact Bette Lou Gronseth, 757-518-3638  
(Name) (Area Code) (Telephone Number)  
Bette.Gronseth@amerigroup.com, 757-557-6742  
(E-mail Address) (FAX Number)

### OFFICERS

Chairperson Charles Brian Shipp Vice President/COO Edna Laverne Willingham  
President/CEO Alvin Brock King Vice President/Assistant Secretary Jack Louis Young

### OTHER

Kathleen Susan Kiefer, Secretary Robert David Kretschmer, Treasurer Eric (Rick) Kenneth Noble, Assistant Treasurer  
Kendall Benjamin Edwards, Vice President - Finance Mark Daniel Justus, Valuation Actuary

### DIRECTORS OR TRUSTEES

Carter Allen Beck Catherine Irene Kelaghan Alvin Brock King  
Charles Brian Shipp

State of Tennessee SS:  
County of Nashville

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Alvin Brock King  
Alvin Brock King  
President/CEO

Robert David Kretschmer  
Robert David Kretschmer  
Treasurer

Kathleen Susan Kiefer  
Kathleen Susan Kiefer  
Secretary

Subscribed and sworn to before me this 17th day of February 2017  
Barbara C. McLean

- a. Is this an original filing? ..... Yes [ X ] No [ ]  
b. If no,  
1. State the amendment number.....  
2. Date filed.....  
3. Number of pages attached.....



My Commission Expires MAR. 6, 2018

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**ASSETS**

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D) .....	394,341,525		394,341,525	358,305,356
2. Stocks (Schedule D):				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....			0	21,292,634
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ encumbrances) .....			0	0
5. Cash (\$ .....19,518,149 , Schedule E - Part 1), cash equivalents (\$ ..... , Schedule E - Part 2) and short-term investments (\$ .....49,910,916 , Schedule DA) .....	69,429,065		69,429,065	147,253,525
6. Contract loans, (including \$ ..... premium notes) .....			0	0
7. Derivatives (Schedule DB) .....			0	0
8. Other invested assets (Schedule BA) .....			0	0
9. Receivables for securities .....			0	76,941
10. Securities lending reinvested collateral assets (Schedule DL) .....	29,435,557		29,435,557	24,199,098
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	493,206,147	0	493,206,147	551,127,554
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	4,027,572	0	4,027,572	3,676,491
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	9,317,205	0	9,317,205	7,908,540
15.2 Deferred premiums and agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums (\$ ..... ) and contracts subject to redetermination (\$ .....2,758,757 ) .....	2,758,757	0	2,758,757	1,646,637
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....			0	0
16.2 Funds held by or deposited with reinsured companies .....			0	0
16.3 Other amounts receivable under reinsurance contracts .....			0	0
17. Amounts receivable relating to uninsured plans .....	10,043,406	0	10,043,406	8,865,445
18.1 Current federal and foreign income tax recoverable and interest thereon .....	49,439	0	49,439	0
18.2 Net deferred tax asset .....	9,513,560	1,003,688	8,509,872	16,947,281
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....	4,512,422	4,512,422	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....	1,907,183	0	1,907,183	74,636
24. Health care (\$ .....2,100,092 ) and other amounts receivable .....	9,292,987	7,192,895	2,100,092	1,304,578
25. Aggregate write-ins for other than invested assets .....	158,354	157,430	924	99
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	544,787,033	12,866,435	531,920,598	591,551,261
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27)	544,787,033	12,866,435	531,920,598	591,551,261
<b>DETAILS OF WRITE-INS</b>				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Prepaid Expenses .....	157,430	157,430	0	
2502. State Income Tax Receivable .....	924		924	99
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	158,354	157,430	924	99

**LIABILITIES, CAPITAL AND SURPLUS**

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....0 reinsurance ceded) .....	190,512,231		190,512,231	182,082,975
2. Accrued medical incentive pool and bonus amounts .....	1,406,821		1,406,821	1,436,341
3. Unpaid claims adjustment expenses .....	5,594,304		5,594,304	6,295,127
4. Aggregate health policy reserves, including the liability of \$ .....0 for medical loss ratio rebate per the Public Health Service Act .....	71,684,094		71,684,094	8,686,982
5. Aggregate life policy reserves .....			0	0
6. Property/casualty unearned premium reserves .....			0	0
7. Aggregate health claim reserves .....			0	0
8. Premiums received in advance .....	191		191	144,407,148
9. General expenses due or accrued .....	3,029,690		3,029,690	3,290,017
10.1 Current federal and foreign income tax payable and interest thereon (including \$ ..... on realized capital gains (losses)) .....			0	6,927,021
10.2 Net deferred tax liability .....			0	0
11. Ceded reinsurance premiums payable .....			0	0
12. Amounts withheld or retained for the account of others .....			0	31,018
13. Remittances and items not allocated .....	1,876,364		1,876,364	11,652,003
14. Borrowed money (including \$ ..... current) and interest thereon \$ ..... (including \$ ..... current) .....			0	0
15. Amounts due to parent, subsidiaries and affiliates .....	4,539,631		4,539,631	2,143,617
16. Derivatives .....			0	0
17. Payable for securities .....			0	0
18. Payable for securities lending .....	29,435,557		29,435,557	24,199,098
19. Funds held under reinsurance treaties (with \$ ..... authorized reinsurers, \$ .....0 unauthorized reinsurers and \$ .....0 certified reinsurers) .....			0	0
20. Reinsurance in unauthorized and certified (\$ ..... ) companies .....			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates .....			0	0
22. Liability for amounts held under uninsured plans .....	2,016,980		2,016,980	9,898,177
23. Aggregate write-ins for other liabilities (including \$ .....43,008,471 current) .....	43,628,210	0	43,628,210	20,934,704
24. Total liabilities (Lines 1 to 23) .....	353,724,073	0	353,724,073	421,984,228
25. Aggregate write-ins for special surplus funds .....	XXX	XXX	0	24,277,032
26. Common capital stock .....	XXX	XXX	1,000	1,000
27. Preferred capital stock .....	XXX	XXX		
28. Gross paid in and contributed surplus .....	XXX	XXX	110,809,432	110,809,432
29. Surplus notes .....	XXX	XXX	0	0
30. Aggregate write-ins for other than special surplus funds .....	XXX	XXX	0	0
31. Unassigned funds (surplus) .....	XXX	XXX	67,386,093	34,479,569
32. Less treasury stock, at cost:				
32.1 ..... shares common (value included in Line 26 \$ ..... ) .....	XXX	XXX		
32.2 ..... shares preferred (value included in Line 27 \$ ..... ) .....	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32) .....	XXX	XXX	178,196,525	169,567,033
34. Total liabilities, capital and surplus (Lines 24 and 33) .....	XXX	XXX	531,920,598	591,551,261
<b>DETAILS OF WRITE-INS</b>				
2301. Accrued Premium Tax .....	29,347,738		29,347,738	20,394,177
2302. Other Premium Liability .....	13,512,270		13,512,270	
2303. Escheat Liability .....	718,370		718,370	540,527
2398. Summary of remaining write-ins for Line 23 from overflow page .....	49,832	0	49,832	0
2399. Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above) .....	43,628,210	0	43,628,210	20,934,704
2501. Estimated ACA Health Insurer fee .....	XXX	XXX	0	24,277,032
2502. ....	XXX	XXX		
2503. ....	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page .....	XXX	XXX	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above) .....	XXX	XXX	0	24,277,032
3001. ....	XXX	XXX		
3002. ....	XXX	XXX		
3003. ....	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page .....	XXX	XXX	0	0
3099. Totals (Lines 3001 thru 3003 plus 3098)(Line 30 above) .....	XXX	XXX	0	0

**STATEMENT OF REVENUE AND EXPENSES**

	Current Year		Prior Year
	1 Uncovered	2 Total	3 Total
1. Member Months.....	XXX	5,503,463	4,953,662
2. Net premium income ( including \$ ..... non-health premium income) .....	XXX	1,968,923,691	1,682,022,317
3. Change in unearned premium reserves and reserve for rate credits .....	XXX	(63,003,856)	6,382,900
4. Fee-for-service (net of \$ ..... medical expenses) .....	XXX	0	
5. Risk revenue .....	XXX	0	
6. Aggregate write-ins for other health care related revenues .....	XXX	0	0
7. Aggregate write-ins for other non-health revenues .....	XXX	0	0
8. Total revenues (Lines 2 to 7) .....	XXX	1,905,919,835	1,688,405,217
<b>Hospital and Medical:</b>			
9. Hospital/medical benefits .....		1,226,849,051	1,014,721,485
10. Other professional services .....		95,578,302	82,276,481
11. Outside referrals .....		0	
12. Emergency room and out-of-area .....		133,131,819	128,252,813
13. Prescription drugs .....		10,873,132	8,223,795
14. Aggregate write-ins for other hospital and medical.....	0	137,868,453	129,993,431
15. Incentive pool, withhold adjustments and bonus amounts .....		2,055,238	1,244,273
16. Subtotal (Lines 9 to 15) .....	0	1,606,355,995	1,364,712,278
<b>Less:</b>			
17. Net reinsurance recoveries .....		0	
18. Total hospital and medical (Lines 16 minus 17) .....	0	1,606,355,995	1,364,712,278
19. Non-health claims (net) .....			
20. Claims adjustment expenses, including \$ .....89,073,150 cost containment expenses .....		111,525,223	113,679,238
21. General administrative expenses .....		182,205,875	167,544,818
22. Increase in reserves for life and accident and health contracts (including \$ ..... increase in reserves for life only) .....		0	0
23. Total underwriting deductions (Lines 18 through 22).....	0	1,900,087,093	1,645,936,334
24. Net underwriting gain or (loss) (Lines 8 minus 23) .....	XXX	5,832,742	42,468,883
25. Net investment income earned (Exhibit of Net Investment Income, Line 17) .....		12,872,293	9,818,763
26. Net realized capital gains (losses) less capital gains tax of \$ .....1,572,259 .....		(1,800,160)	(30,602)
27. Net investment gains (losses) (Lines 25 plus 26) .....	0	11,072,133	9,788,161
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ ..... ) (amount charged off \$ .....(1,337) )] .....		(1,337)	
29. Aggregate write-ins for other income or expenses .....	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29) .....	XXX	16,903,538	52,257,044
31. Federal and foreign income taxes incurred .....	XXX	3,526,309	29,574,694
32. Net income (loss) (Lines 30 minus 31) .....	XXX	13,377,229	22,682,350
<b>DETAILS OF WRITE-INS</b>			
0601. ....	XXX		
0602. ....	XXX		
0603. ....	XXX		
0698. Summary of remaining write-ins for Line 6 from overflow page .....	XXX	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698)(Line 6 above) .....	XXX	0	0
0701. ....	XXX		
0702. ....	XXX		
0703. ....	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page .....	XXX	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798)(Line 7 above) .....	XXX	0	0
1401. DME, Home Health Care, Ambulance, and Other LTSS .....		137,868,453	129,993,431
1402. ....			
1403. ....			
1498. Summary of remaining write-ins for Line 14 from overflow page .....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498)(Line 14 above) .....	0	137,868,453	129,993,431
2901. ....			
2902. ....			
2903. ....			
2998. Summary of remaining write-ins for Line 29 from overflow page .....	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998)(Line 29 above) .....	0	0	0

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

	1 Current Year	2 Prior Year
<b>CAPITAL AND SURPLUS ACCOUNT</b>		
33. Capital and surplus prior reporting year.....	169,567,033	156,552,359
34. Net income or (loss) from Line 32.....	13,377,229	22,682,350
35. Change in valuation basis of aggregate policy and claim reserves.....		
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ ..... 1,672,854 .....	3,106,728	(7,993,360)
37. Change in net unrealized foreign exchange capital gain or (loss) .....		
38. Change in net deferred income tax .....	(8,568,677)	5,079,142
39. Change in nonadmitted assets .....	714,212	(6,753,458)
40. Change in unauthorized and certified reinsurance .....	0	0
41. Change in treasury stock .....	0	0
42. Change in surplus notes .....	0	0
43. Cumulative effect of changes in accounting principles.....		
44. Capital Changes:		
44.1 Paid in .....	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0
44.3 Transferred to surplus.....		
45. Surplus adjustments:		
45.1 Paid in .....	0	0
45.2 Transferred to capital (Stock Dividend) .....		
45.3 Transferred from capital .....		
46. Dividends to stockholders .....		
47. Aggregate write-ins for gains or (losses) in surplus .....	0	0
48. Net change in capital and surplus (Lines 34 to 47) .....	8,629,492	13,014,674
49. Capital and surplus end of reporting period (Line 33 plus 48)	178,196,525	169,567,033
<b>DETAILS OF WRITE-INS</b>		
4701. ....		
4702. ....		
4703. ....		
4798. Summary of remaining write-ins for Line 47 from overflow page .....	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798)(Line 47 above)	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**CASH FLOW**

	1	2
	Current Year	Prior Year
<b>Cash from Operations</b>		
1. Premiums collected net of reinsurance .....	1,821,989,205	1,699,226,123
2. Net investment income .....	15,493,076	10,246,910
3. Miscellaneous income .....	0	0
4. Total (Lines 1 through 3) .....	1,837,482,280	1,709,473,033
5. Benefit and loss related payments .....	1,600,449,739	1,262,387,412
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....		
7. Commissions, expenses paid and aggregate write-ins for deductions .....	294,074,060	273,295,620
8. Dividends paid to policyholders .....		
9. Federal and foreign income taxes paid (recovered) net of \$ ..... tax on capital gains (losses) .....	12,075,028	30,424,370
10. Total (Lines 5 through 9) .....	1,906,598,827	1,566,107,402
11. Net cash from operations (Line 4 minus Line 10) .....	(69,116,547)	143,365,631
<b>Cash from Investments</b>		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds .....	99,990,783	68,529,076
12.2 Stocks .....	21,595,926	0
12.3 Mortgage loans .....	0	0
12.4 Real estate .....	0	0
12.5 Other invested assets .....	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	295	290
12.7 Miscellaneous proceeds .....	76,941	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	121,663,945	68,529,366
13. Cost of investments acquired (long-term only):		
13.1 Bonds .....	134,740,761	256,479,726
13.2 Stocks .....	0	694,911
13.3 Mortgage loans .....	0	0
13.4 Real estate .....	0	0
13.5 Other invested assets .....	0	0
13.6 Miscellaneous applications .....	5,236,459	17,958,040
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	139,977,220	275,132,677
14. Net increase (decrease) in contract loans and premium notes .....	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14) .....	(18,313,275)	(206,603,311)
<b>Cash from Financing and Miscellaneous Sources</b>		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes .....	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0
16.3 Borrowed funds .....	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0
16.5 Dividends to stockholders .....	0	0
16.6 Other cash provided (applied) .....	9,605,362	19,068,385
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6) .....	9,605,362	19,068,385
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(77,824,460)	(44,169,295)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year .....	147,253,525	191,422,820
19.2 End of year (Line 18 plus Line 19.1) .....	69,429,065	147,253,525
<b>Note: Supplemental disclosures of cash flow information for non-cash transactions:</b>		
20.0001. Depreciation .....	735,083	243,259

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**ANALYSIS OF OPERATIONS BY LINES OF BUSINESS**

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Net premium income	1,968,923,691						111,746,180	1,857,177,511		
2. Change in unearned premium reserves and reserve for rate credit	(63,003,856)						1,529,295	(64,533,151)		
3. Fee-for-service (net of \$ medical expenses)	0									XXX
4. Risk revenue	0									XXX
5. Aggregate write-ins for other health care related revenues	0	0	0	0	0	0	0	0	0	XXX
6. Aggregate write-ins for other non-health care related revenues	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
7. Total revenues (Lines 1 to 6)	1,905,919,835	0	0	0	0	0	113,275,475	1,792,644,360	0	0
8. Hospital/medical benefits	1,226,849,051						60,438,924	1,166,410,127		XXX
9. Other professional services	95,578,302						4,377,656	91,200,646		XXX
10. Outside referrals	0									XXX
11. Emergency room and out-of-area	133,131,819						8,847,048	124,284,771		XXX
12. Prescription drugs	10,873,132						11,262,638	(389,506)		XXX
13. Aggregate write-ins for other hospital and medical	137,868,453	0	0	0	0	0	6,632,530	131,235,923	0	XXX
14. Incentive pool, withhold adjustments and bonus amounts	2,055,238						1,284,700	770,538		XXX
15. Subtotal (Lines 8 to 14)	1,606,355,995	0	0	0	0	0	92,843,496	1,513,512,499	0	XXX
16. Net reinsurance recoveries	0									XXX
17. Total medical and hospital (Lines 15 minus 16)	1,606,355,995	0	0	0	0	0	92,843,496	1,513,512,499	0	XXX
18. Non-health claims (net)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
19. Claims adjustment expenses including \$ 89,073,150 cost containment expenses	111,525,223						4,383,382	107,141,841		
20. General administrative expenses	182,205,875						7,161,412	175,044,463		
21. Increase in reserves for accident and health contracts	0									XXX
22. Increase in reserves for life contracts	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
23. Total underwriting deductions (Lines 17 to 22)	1,900,087,093	0	0	0	0	0	104,388,290	1,795,698,803	0	0
24. Total underwriting gain or (loss) (Line 7 minus Line 23)	5,832,742	0	0	0	0	0	8,887,185	(3,054,443)	0	0
DETAILS OF WRITE-INS										
0501.										XXX
0502.										XXX
0503.										XXX
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0	0	0	0	0	0	0	XXX
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0	XXX
0601.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0602.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0603.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0698. Summary of remaining write-ins for Line 6 from overflow page	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
1301. DME, Home Health Care, Ambulance, and Other LTSS	137,868,453						6,632,530	131,235,923		XXX
1302.										XXX
1303.										XXX
1398. Summary of remaining write-ins for Line 13 from overflow page	0	0	0	0	0	0	0	0	0	XXX
1399. Totals (Lines 1301 thru 1303 plus 1398) (Line 13 above)	137,868,453	0	0	0	0	0	6,632,530	131,235,923	0	XXX

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 1 - PREMIUMS**

Line of Business	1 Direct Business	2 Reinsurance Assumed	3 Reinsurance Ceded	4 Net Premium Income (Cols. 1 + 2 - 3)
1. Comprehensive (hospital and medical) .....				0
2. Medicare Supplement .....				0
3. Dental only .....				0
4. Vision only .....				0
5. Federal Employees Health Benefits Plan .....	0			0
6. Title XVIII - Medicare .....	111,746,180			111,746,180
7. Title XIX - Medicaid .....	1,857,177,511			1,857,177,511
8. Other health .....				0
9. Health subtotal (Lines 1 through 8) .....	1,968,923,691	0	0	1,968,923,691
10. Life .....	0			0
11. Property/casualty .....	0			0
12. Totals (Lines 9 to 11)	1,968,923,691	0	0	1,968,923,691

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2 - CLAIMS INCURRED DURING THE YEAR**

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Payments during the year:										
1.1 Direct	1,598,364,981						90,496,770	1,507,868,211		
1.2 Reinsurance assumed	0									
1.3 Reinsurance ceded	0									
1.4 Net	1,598,364,981	0	0	0	0	0	90,496,770	1,507,868,211	0	0
2. Paid medical incentive pools and bonuses	2,084,758						1,063,117	1,021,641		
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct	190,512,231	0	0	0	0	0	11,107,812	179,404,419	0	0
3.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
3.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0
3.4 Net	190,512,231	0	0	0	0	0	11,107,812	179,404,419	0	0
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct	0									
4.2 Reinsurance assumed	0									
4.3 Reinsurance ceded	0									
4.4 Net	0	0	0	0	0	0	0	0	0	0
5. Accrued medical incentive pools and bonuses, current year	1,406,821						365,023	1,041,798		
6. Net healthcare receivables (a)	2,493,480						1,306,893	1,186,587		
7. Amounts recoverable from reinsurers December 31, current year	0									
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct	182,082,975	0	0	0	0	0	8,738,894	173,344,081	0	0
8.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
8.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0
8.4 Net	182,082,975	0	0	0	0	0	8,738,894	173,344,081	0	0
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct	0									
9.2 Reinsurance assumed	0									
9.3 Reinsurance ceded	0									
9.4 Net	0	0	0	0	0	0	0	0	0	0
10. Accrued medical incentive pools and bonuses, prior year	1,436,341						143,440	1,292,901		
11. Amounts recoverable from reinsurers December 31, prior year	0									
12. Incurred Benefits:										
12.1 Direct	1,604,300,757	0	0	0	0	0	91,558,795	1,512,741,962	0	0
12.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
12.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0
12.4 Net	1,604,300,757	0	0	0	0	0	91,558,795	1,512,741,962	0	0
13. Incurred medical incentive pools and bonuses	2,055,238	0	0	0	0	0	1,284,700	770,538	0	0

(a) Excludes \$ .....(2,000) loans or advances to providers not yet expensed.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2A - CLAIMS LIABILITY END OF CURRENT YEAR**

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Reported in Process of Adjustment:										
1.1 Direct .....	59,838,947						6,789,137	53,049,810		
1.2 Reinsurance assumed .....	.0									
1.3 Reinsurance ceded .....	.0									
1.4 Net .....	59,838,947	.0	.0	.0	.0	.0	6,789,137	53,049,810	.0	.0
2. Incurred but Unreported:										
2.1 Direct .....	130,673,284						4,318,675	126,354,609		
2.2 Reinsurance assumed .....	.0									
2.3 Reinsurance ceded .....	.0									
2.4 Net .....	130,673,284	.0	.0	.0	.0	.0	4,318,675	126,354,609	.0	.0
3. Amounts Withheld from Paid Claims and Capitations:										
3.1 Direct .....	.0									
3.2 Reinsurance assumed .....	.0									
3.3 Reinsurance ceded .....	.0									
3.4 Net .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
4. TOTALS:										
4.1 Direct .....	190,512,231	.0	.0	.0	.0	.0	11,107,812	179,404,419	.0	.0
4.2 Reinsurance assumed .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
4.3 Reinsurance ceded .....	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
4.4 Net .....	190,512,231	0	0	0	0	0	11,107,812	179,404,419	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2B - ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE**

Line of Business	Claims Paid During the Year		Claim Reserve and Claim Liability December 31 of Current Year		5 Claims Incurred In Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid December 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....					0	0
2. Medicare Supplement .....					0	0
3. Dental Only .....					0	0
4. Vision Only .....					0	0
5. Federal Employees Health Benefits Plan .....					0	0
6. Title XVIII - Medicare .....	9,637,059	84,109,942	(653,071)	11,760,883	8,983,988	8,738,894
7. Title XIX - Medicaid .....	173,436,948	1,337,880,539	(557,637)	179,962,056	172,879,311	173,344,081
8. Other health .....					0	0
9. Health subtotal (Lines 1 to 8) .....	183,074,007	1,421,990,481	(1,210,708)	191,722,939	181,863,299	182,082,975
10. Healthcare receivables (a) .....	476,431	8,716,556			476,431	0
11. Other non-health .....					0	0
12. Medical incentive pools and bonus amounts .....	1,125,326	959,432	103,006	1,303,815	1,228,332	1,436,341
13. Totals (Lines 9 - 10 + 11 + 12)	183,722,902	1,414,233,357	(1,107,702)	193,026,754	182,615,200	183,519,316

(a) Excludes \$ .....100,000 loans or advances to providers not yet expensed.

## UNDERWRITING AND INVESTMENT EXHIBIT

**PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS**  
(000 Omitted)

**Section A - Paid Health Claims - Title XVIII**

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior .....	832	749	709	699	737
2.	2012 .....	32,762	35,366	35,239	35,075	34,988
3.	2013 .....	XXX	43,331	47,684	47,488	47,349
4.	2014 .....	XXX	XXX	49,212	54,911	55,013
5.	2015 .....	XXX	XXX	XXX	63,355	73,154
6.	2016 .....	XXX	XXX	XXX	XXX	80,539

**Section B - Incurred Health Claims - Title XVIII**

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior .....	835	738	709	699	737
2.	2012 .....	36,693	35,303	35,239	35,075	34,988
3.	2013 .....	XXX	48,740	47,717	47,488	47,349
4.	2014 .....	XXX	XXX	56,696	54,914	54,930
5.	2015 .....	XXX	XXX	XXX	72,234	72,588
6.	2016 .....	XXX	XXX	XXX	XXX	92,661

**Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Title XVIII**

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2012 .....	41,362	34,988	653	1.9	35,641	86.2			35,641	86.2
2. 2013 .....	51,050	47,349	1,567	3.3	48,916	95.8			48,916	95.8
3. 2014 .....	63,998	55,013	2,939	5.3	57,952	90.6	(83)	(2)	57,867	90.4
4. 2015 .....	85,552	73,154	4,379	6.0	77,533	90.6	(566)	(14)	76,953	89.9
5. 2016 .....	113,276	80,539	3,796	4.7	84,335	74.5	12,122	280	96,737	85.4

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS**  
(000 Omitted)

**Section A - Paid Health Claims - Title XIX**

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior	56,509	54,026	53,142	53,497	52,939
2.	2012	661,016	718,506	720,875	720,223	719,806
3.	2013	XXX	655,506	719,855	719,404	719,128
4.	2014	XXX	XXX	665,064	730,715	731,818
5.	2015	XXX	XXX	XXX	1,128,200	1,302,358
6.	2016	XXX	XXX	XXX	XXX	1,333,694

**Section B - Incurred Health Claims - Title XIX**

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior	58,282	53,678	52,626	53,497	52,940
2.	2012	728,280	718,243	720,372	720,186	719,806
3.	2013	XXX	725,661	721,374	718,339	719,113
4.	2014	XXX	XXX	737,642	729,358	731,723
5.	2015	XXX	XXX	XXX	1,305,297	1,302,008
6.	2016	XXX	XXX	XXX	XXX	1,514,599

**Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Title XIX**

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2012	863,518	719,806	27,594	3.8	747,400	86.6			747,400	86.6
2. 2013	865,969	719,128	47,593	6.6	766,721	88.5	(14)		766,707	88.5
3. 2014	942,351	731,818	60,896	8.3	792,714	84.1	(95)	(3)	792,616	84.1
4. 2015	1,602,853	1,302,358	108,579	8.3	1,410,937	88.0	(350)	(13)	1,410,574	88.0
5. 2016	1,792,644	1,333,694	92,077	6.9	1,425,771	79.5	180,905	5,346	1,612,022	89.9

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS  
(000 Omitted)**

**Section A - Paid Health Claims - Grand Total**

Year in Which Losses Were Incurred		Cumulative Net Amounts Paid				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior	57,341	54,775	53,851	54,196	53,676
2.	2012	693,778	753,872	756,114	755,298	754,794
3.	2013	XXX	698,837	767,539	766,892	766,477
4.	2014	XXX	XXX	714,276	785,626	786,831
5.	2015	XXX	XXX	XXX	1,191,555	1,375,512
6.	2016	XXX	XXX	XXX	XXX	1,414,233

**Section B - Incurred Health Claims - Grand Total**

Year in Which Losses Were Incurred		Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
		1 2012	2 2013	3 2014	4 2015	5 2016
1.	Prior	59,117	54,416	53,335	54,196	53,677
2.	2012	764,973	753,546	755,611	755,261	754,794
3.	2013	XXX	774,401	769,091	765,827	766,462
4.	2014	XXX	XXX	794,338	784,272	786,653
5.	2015	XXX	XXX	XXX	1,377,531	1,374,596
6.	2016	XXX	XXX	XXX	XXX	1,607,260

**Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Grand Total**

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payment	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2012	904,880	754,794	28,247	3.7	783,041	86.5	0	0	783,041	86.5
2. 2013	917,019	766,477	49,160	6.4	815,637	88.9	(14)	0	815,623	88.9
3. 2014	1,006,349	786,831	63,835	8.1	850,666	84.5	(178)	(5)	850,483	84.5
4. 2015	1,688,405	1,375,512	112,958	8.2	1,488,470	88.2	(916)	(27)	1,487,527	88.1
5. 2016	1,905,920	1,414,233	95,873	6.8	1,510,106	79.2	193,027	5,626	1,708,759	89.7

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**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY**

	1	2	3	4	5	6	7	8	9
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
1. Unearned premium reserves .....	.0								
2. Additional policy reserves (a) .....	.0								
3. Reserve for future contingent benefits .....	.0								
4. Reserve for rate credits or experience rating refunds (including \$ ..... ) for investment income .....	71,670,330						887,060	70,783,270	
5. Aggregate write-ins for other policy reserves .....	13,764	.0	.0	.0	.0	.0	13,764	.0	.0
6. Totals (gross) .....	71,684,094	.0	.0	.0	.0	.0	900,824	70,783,270	.0
7. Reinsurance ceded .....	.0								
8. Totals (Net)(Page 3, Line 4) .....	71,684,094	.0	.0	.0	.0	.0	900,824	70,783,270	.0
9. Present value of amounts not yet due on claims .....	.0								
10. Reserve for future contingent benefits .....	.0								
11. Aggregate write-ins for other claim reserves .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
12. Totals (gross) .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
13. Reinsurance ceded .....	.0								
14. Totals (Net)(Page 3, Line 7)	0	0	0	0	0	0	0	0	0
<b>DETAILS OF WRITE-INS</b>									
0501. Risk Adjustment Redetermination .....	13,764						13,764		
0502. ....									
0503. ....									
0598. Summary of remaining write-ins for Line 5 from overflow page.....	.0	.0	.0	.0	.0	.0	.0	.0	.0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	13,764	0	0	0	0	0	13,764	0	0
1101. ....									
1102. ....									
1103. ....									
1198. Summary of remaining write-ins for Line 11 from overflow page .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0	0	0	0	0	0

(a) Includes \$ ..... premium deficiency reserve.

**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 3 - ANALYSIS OF EXPENSES**

	Claim Adjustment Expenses		3 General Administrative Expenses	4 Investment Expenses	5 Total
	1 Cost Containment Expenses	2 Other Claim Adjustment Expenses			
1. Rent (\$ ..... for occupancy of own building) .....	2,494,633	798,861	(1,190,300)	(4,149)	2,099,045
2. Salary, wages and other benefits .....	67,712,307	13,728,277	27,674,839	96,474	109,211,897
3. Commissions (less \$ ..... ceded plus \$ ..... assumed) .....	0	0	361,963	0	361,963
4. Legal fees and expenses .....	3,220	11,280	694,484	2,421	711,405
5. Certifications and accreditation fees .....					0
6. Auditing, actuarial and other consulting services .....	3,370,919	268,571	5,934,677	20,688	9,594,855
7. Traveling expenses .....	1,552,747	44,752	667,319	2,326	2,267,144
8. Marketing and advertising .....	2,090,103	27,944	1,567,883	5,466	3,691,396
9. Postage, express and telephone .....	2,683,219	320,315	947,129	3,302	3,953,965
10. Printing and office supplies .....	135,836	14,364	198,655	693	349,548
11. Occupancy, depreciation and amortization .....					0
12. Equipment .....	17,440	6,414	798,076	2,782	824,712
13. Cost or depreciation of EDP equipment and software .....	1,677,315	142,875	4,277,453	14,911	6,112,554
14. Outsourced services including EDP, claims, and other services .....	4,416,158	6,034,372	4,056,951	14,143	14,521,624
15. Boards, bureaus and association fees .....	18,080	0	142,413	496	160,989
16. Insurance, except on real estate .....	0	0	706,434	2,463	708,897
17. Collection and bank service charges .....	0	0	156,957	547	157,504
18. Group service and administration fees .....	2	0	1,294	5	1,301
19. Reimbursements by uninsured plans .....	(1,474,049)	(308,408)	(797,544)	0	(2,580,001)
20. Reimbursements from fiscal intermediaries .....					0
21. Real estate expenses .....	12,296	1,451	2,325,756	8,108	2,347,611
22. Real estate taxes .....	0	0	108,722	0	108,722
23. Taxes, licenses and fees:					
23.1 State and local insurance taxes .....	592	0	7,372	0	7,964
23.2 State premium taxes .....	0	0	107,119,767	0	107,119,767
23.3 Regulatory authority licenses and fees .....	16,124	192	78,549	0	94,865
23.4 Payroll taxes .....	4,294,643	844,847	1,708,576	0	6,848,066
23.5 Other (excluding federal income and real estate taxes) .....	0	0	23,657,490	0	23,657,490
24. Investment expenses not included elsewhere .....	0	0	0	363,827	363,827
25. Aggregate write-ins for expenses .....	51,565	515,966	1,000,960	3,488	1,571,979
26. Total expenses incurred (Lines 1 to 25) .....	89,073,150	22,452,073	182,205,875	537,991	(a) 294,269,089
27. Less expenses unpaid December 31, current year .....		5,594,304	3,029,690		8,623,994
28. Add expenses unpaid December 31, prior year .....	6,295,127		3,290,017		9,585,144
29. Amounts receivable relating to uninsured plans, prior year .....			8,865,445		8,865,445
30. Amounts receivable relating to uninsured plans, current year .....			10,043,406		10,043,406
31. Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30) .....	95,368,277	16,857,769	183,644,163	537,991	296,408,200
<b>DETAILS OF WRITE-INS</b>					
2501. Other Admin Fees .....			445,193		445,193
2502. Non-Income Tax Penalties & Fines .....			431,875		431,875
2503. Miscellaneous .....	51,565	515,966	123,892	3,488	694,911
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above) .....	51,565	515,966	1,000,960	3,488	1,571,979

(a) Includes management fees of \$ .....178,001,784 to affiliates and \$ ..... to non-affiliates.

**EXHIBIT OF NET INVESTMENT INCOME**

	1 Collected During Year	2 Earned During Year
1. U.S. government bonds	(a)	
1.1 Bonds exempt from U.S. tax	(a)	
1.2 Other bonds (unaffiliated)	(a) 12,672,756	12,952,246
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b)	
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)	308,533	295,896
2.21 Common stocks of affiliates		
3. Mortgage loans	(c)	
4. Real estate	(d)	
5. Contract Loans		
6. Cash, cash equivalents and short-term investments	(e) 27,517	26,739
7. Derivative instruments	(f)	
8. Other invested assets		
9. Aggregate write-ins for investment income	127,338	135,403
10. Total gross investment income	13,136,144	13,410,284
11. Investment expenses		(g) 537,991
12. Investment taxes, licenses and fees, excluding federal income taxes		(g) 0
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		0
16. Total deductions (Lines 11 through 15)		537,991
17. Net investment income (Line 10 minus Line 16)		12,872,293
<b>DETAILS OF WRITE-INS</b>		
0901. Securities Lending	127,290	135,355
0902. Miscellaneous Income	48	48
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	127,338	135,403
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		0
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		0

- (a) Includes \$ 142,529 accrual of discount less \$ 3,104,432 amortization of premium and less \$ 487,286 paid for accrued interest on purchases.
- (b) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued dividends on purchases.
- (c) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (d) Includes \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
- (e) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (f) Includes \$ accrual of discount less \$ amortization of premium.
- (g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ interest on surplus notes and \$ interest on capital notes.
- (i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

**EXHIBIT OF CAPITAL GAINS (LOSSES)**

	1	2	3	4	5
	Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	(26,382)	0	(26,382)	0	0
1.1 Bonds exempt from U.S. tax			0		
1.2 Other bonds (unaffiliated)	462,954	(6,144,360)	(5,681,406)	9,955,881	0
1.3 Bonds of affiliates	0	0	0	0	0
2.1 Preferred stocks (unaffiliated)	0	0	0	0	0
2.11 Preferred stocks of affiliates	0	0	0	0	0
2.2 Common stocks (unaffiliated)	5,479,592	0	5,479,592	(5,176,299)	0
2.21 Common stocks of affiliates	0	0	0	0	0
3. Mortgage loans	0	0	0	0	0
4. Real estate	0	0	0	0	0
5. Contract loans	0	0	0	0	0
6. Cash, cash equivalents and short-term investments	295	0	295	0	0
7. Derivative instruments	0	0	0	0	0
8. Other invested assets	0	0	0	0	0
9. Aggregate write-ins for capital gains (losses)	0	0	0	0	0
10. Total capital gains (losses)	5,916,459	(6,144,360)	(227,901)	4,779,582	0
<b>DETAILS OF WRITE-INS</b>					
0901.					
0902.					
0903.					
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	0	0	0	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**EXHIBIT OF NON-ADMITTED ASSETS**

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Total Nonadmitted Assets	Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D) .....			0
2. Stocks (Schedule D):			
2.1 Preferred stocks .....			0
2.2 Common stocks .....			0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens .....			0
3.2 Other than first liens.....			0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company .....			0
4.2 Properties held for the production of income.....			0
4.3 Properties held for sale .....			0
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA) .....			0
6. Contract loans .....			0
7. Derivatives (Schedule DB) .....			0
8. Other invested assets (Schedule BA) .....			0
9. Receivables for securities .....			0
10. Securities lending reinvested collateral assets (Schedule DL) .....			0
11. Aggregate write-ins for invested assets .....	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	0	0	0
13. Title plants (for Title insurers only) .....			0
14. Investment income due and accrued .....	0		0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection .....	0		0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due .....			0
15.3 Accrued retrospective premiums and contracts subject to redetermination .....	0		0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers .....			0
16.2 Funds held by or deposited with reinsured companies .....			0
16.3 Other amounts receivable under reinsurance contracts .....			0
17. Amounts receivable relating to uninsured plans .....	0		0
18.1 Current federal and foreign income tax recoverable and interest thereon .....	0		0
18.2 Net deferred tax asset .....	1,003,688	2,807,810	1,804,122
19. Guaranty funds receivable or on deposit .....			0
20. Electronic data processing equipment and software .....			0
21. Furniture and equipment, including health care delivery assets .....	4,512,422	3,880,854	(631,568)
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0
23. Receivable from parent, subsidiaries and affiliates .....	0		0
24. Health care and other amounts receivable .....	7,192,895	5,496,929	(1,695,966)
25. Aggregate write-ins for other than invested assets .....	157,430	1,395,054	1,237,624
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	12,866,435	13,580,647	714,212
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0
28. Total (Lines 26 and 27) .....	12,866,435	13,580,647	714,212
<b>DETAILS OF WRITE-INS</b>			
1101. ....			
1102. ....			
1103. ....			
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above) .....	0	0	0
2501. Prepaid Expenses .....	157,430	1,395,054	1,237,624
2502. ....			
2503. ....			
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above) .....	157,430	1,395,054	1,237,624

**EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY**

Source of Enrollment	Total Members at End of					6 Current Year Member Months
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	
1. Health Maintenance Organizations .....	426,813	446,127	459,772	455,991	449,573	5,503,463
2. Provider Service Organizations .....						
3. Preferred Provider Organizations .....						
4. Point of Service .....						
5. Indemnity Only .....						
6. Aggregate write-ins for other lines of business .....	0	0	0	0	0	0
7. Total	426,813	446,127	459,772	455,991	449,573	5,503,463
<b>DETAILS OF WRITE-INS</b>						
0601. ....						
0602. ....						
0603. ....						
0698. Summary of remaining write-ins for Line 6 from overflow page .....	0	0	0	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	0	0	0	0	0	0





**EXHIBIT 3A - ANALYSIS OF HEALTH CARE RECEIVABLES COLLECTED AND ACCRUED**

Type of Health Care Receivable	Health Care Receivables Collected During the Year		Health Care Receivables Accrued as of December 31 of Current Year		5 Health Care Receivables in Prior Years (Columns 1 + 3)	6 Estimated Health Care Receivables Accrued as of December 31 of Prior Year
	1 On Amounts Accrued Prior to January 1 of Current Year	2 On Amounts Accrued During the Year	3 On Amounts Accrued December 31 of Prior Year	4 On Amounts Accrued During the Year		
1. Pharmaceutical rebate receivables .....	2,971,269	3,369,527	22,580	4,202,460	2,993,849	2,886,674
2. Claim overpayment receivables .....	2,931,557	7,146,432	453,852	4,223,007	3,385,409	3,611,182
3. Loans and advances to providers .....	2,000	452,000	100,000		102,000	102,000
4. Capitation arrangement receivables .....					0	0
5. Risk sharing receivables .....					0	0
6. Other health care receivables.....	201,292	279,164		291,088	201,292	201,651
7. Totals (Lines 1 through 6)	6,106,118	11,247,123	576,432	8,716,555	6,682,550	6,801,507

Note that the accrued amounts in Columns 3, 4, and 6 are the total health care receivables, not just the admitted portion.





**EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES**

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
The Anthem Companies, Inc.	Corporate Services	4,135,182	4,135,182	
0199999. Individually listed payables		4,135,182	4,135,182	0
0299999. Payables not individually listed		404,449	404,449	
0399999 Total gross payables		4,539,631	4,539,631	0

**EXHIBIT 7 PART 1- SUMMARY OF TRANSACTIONS WITH PROVIDERS**

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total Payments	3 Total Members Covered	4 Column 3 as a % of Total Members	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
<b>Capitation Payments:</b>						
1. Medical groups .....	16,920,593	1.1	449,573	100.0		16,920,593
2. Intermediaries .....	0	0.0		0.0		
3. All other providers .....	38,114,521	2.4	449,573	100.0		38,114,521
4. Total capitation payments .....	55,035,114	3.4	899,146	200.0	0	55,035,114
<b>Other Payments:</b>						
5. Fee-for-service .....	17,843,505	1.1	XXX	XXX		17,843,505
6. Contractual fee payments .....	1,522,992,882	95.3	XXX	XXX		1,522,992,882
7. Bonus/withhold arrangements - fee-for-service .....	0	0.0	XXX	XXX		
8. Bonus/withhold arrangements - contractual fee payments .....	2,084,758	0.1	XXX	XXX		2,084,758
9. Non-contingent salaries .....	0	0.0	XXX	XXX		
10. Aggregate cost arrangements .....	0	0.0	XXX	XXX		
11. All other payments .....	0	0.0	XXX	XXX		
12. Total other payments .....	1,542,921,145	96.6	XXX	XXX	0	1,542,921,145
13. TOTAL (Line 4 plus Line 12)	1,597,956,259	100%	XXX	XXX	0	1,597,956,259

**EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES**

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC
<b>NONE</b>					
9999999 Totals			XXX	XXX	XXX

**EXHIBIT 8 - FURNITURE, EQUIPMENT AND SUPPLIES OWNED**

Description	1 Cost	2 Improvements	3 Accumulated Depreciation	4 Book Value Less Encumbrances	5 Assets Not Admitted	6 Net Admitted Assets
1. Administrative furniture and equipment .....	8,159,089		(3,646,667)	4,512,422	4,512,422	
2. Medical furniture, equipment and fixtures .....						
3. Pharmaceuticals and surgical supplies .....						
4. Durable medical equipment .....						
5. Other property and equipment						
6. Total	8,159,089	0	(3,646,667)	4,512,422	4,512,422	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

**1. Summary of Significant Accounting Policies and Going Concern**

**A. Accounting Practices**

The accompanying financial statements of AMERIGROUP Tennessee, Inc. (the “Company”) have been prepared in conformity with the National Association of Insurance Commissioners’ (“NAIC”) *Annual Statement Instructions* and in accordance with accounting practices prescribed by the NAIC *Accounting Practices and Procedures Manual* (“NAIC SAP”), subject to any deviations prescribed or permitted by the Tennessee Department of Commerce and Insurance (the “TDCI”).

A reconciliation of the Company’s net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the TDCI is shown below:

	<u>SSAP #</u>	<u>F/S Page</u>	<u>F/S Line #</u>	<u>2016</u>	<u>2015</u>
<b><u>Net Income</u></b>					
(1) AMERIGROUP Tennessee, Inc. state basis (Page 4, Line 32, Columns 2 & 3)	XXX	XXX	XXX	\$ 13,377,229	\$ 22,682,350
(2) State Prescribed Practices that increase/(decrease) NAIC SAP:				—	—
(3) State Permitted Practices that increase/(decrease) NAIC SAP:				—	—
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	\$ 13,377,229	\$ 22,682,350
<b><u>Surplus</u></b>					
(5) AMERIGROUP Tennessee, Inc. state basis (Page 3, Line 33, Columns 3 & 4)	XXX	XXX	XXX	\$178,196,525	\$169,567,033
(6) State Prescribed Practices that increase/(decrease) NAIC SAP:				—	—
(7) State Permitted Practices that increase/(decrease) NAIC SAP:				—	—
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	\$178,196,525	\$169,567,033

**B. Use of Estimates in the Preparation of the Financial Statements**

Preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**C. Accounting Policies**

Health premium revenues are recognized as revenue during the period in which the Company is obligated to provide service to members. Premiums are reported net of excess loss reinsurance ceded and experience rating refunds. Premiums paid before the effective service month are recorded on the balance sheet as premiums received in advance and are subsequently credited to income as earned during the coverage period. Premium rates are subject to approval by State Medicaid agencies and the Centers for

## NOTES TO FINANCIAL STATEMENTS

Medicare and Medicaid Services (“CMS”). Costs, such as premium taxes and other underwriting expenses are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

1. Short-term investments include investments with maturities of less than one year at the date of acquisition and are reported at amortized cost, which approximates fair value. Non-investment grade short-term investments are stated at the lower of amortized cost or fair value.
2. Investment grade bonds not backed by other loans are stated at amortized cost, with amortization calculated based on the modified scientific method, using lower of yield to call or yield to maturity. Non-investment grade bonds are stated at the lower of amortized cost or fair value as determined by various third-party pricing sources.
3. Common stocks of unaffiliated companies are stated at fair value based upon security ratings prescribed by various third-party pricing sources.
4. The Company has no investments in preferred stocks.
5. The Company has no mortgage loans - real estate.
6. Loan-backed securities are stated at amortized cost. Prepayment assumptions for loan-backed securities and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities. Non-investment grade loan-backed securities are stated at the lower of amortized cost or fair value.
7. The Company has no investments in subsidiaries, controlled and affiliated companies.
8. The Company has no investments in joint ventures, partnerships or limited liability companies.
9. The Company has no derivative instruments.
10. The Company does not anticipate investment income as a factor in premium deficiency calculations.
11. Unpaid claims and claims adjustment expenses include management’s best estimate of amounts based on historical claim development patterns and certain individual case estimates. The established liability considers health benefit provisions, business practices, economic conditions and other factors that may materially affect the cost, frequency and severity of claims. Liabilities for unpaid claims and claim adjustment expenses are based on assumptions and estimates, and while management believes such estimates are reasonable, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and changes in estimates are incorporated into current period estimates.
12. The Company has not modified its capitalization policy from the prior period.
13. Pharmacy rebate receivables are recorded when earned based upon actual rebate receivables billed and an estimate of receivables based upon current utilization of specific pharmaceuticals and provider contract terms.

### **D. Going Concern**

Not applicable.

### **2. Accounting Changes and Corrections of Errors**

There were no accounting changes or corrections of errors during the years ended December 31, 2016 and 2015.

### **3. Business Combinations and Goodwill**

- |                                     |                 |
|-------------------------------------|-----------------|
| <b>A. Statutory Purchase Method</b> | Not applicable. |
| <b>B. Statutory Merger</b>          | Not applicable. |
| <b>C. Assumption Reinsurance</b>    | Not applicable. |
| <b>D. Impairment Loss</b>           | Not applicable. |

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

**4. Discontinued Operations**

The Company had no operations that were discontinued during 2016 or 2015.

**5. Investments**

**A. Mortgage Loans, including Mezzanine Real Estate Loans**

The Company did not have investments in mortgage loans at December 31, 2016 or 2015.

**B. Debt Restructuring**

The Company did not have invested assets that were restructured debt at December 31, 2016 or 2015.

**C. Reverse Mortgages**

The Company did not have investments in reverse mortgages at December 31, 2016 or 2015.

**D. Loan-Backed Securities**

1. Prepayment assumptions for single-class and multi-class mortgage-backed and asset-backed securities were obtained from broker-dealer survey values or internal estimates. The Company used various third-party pricing sources in determining the market value of its loan-backed securities.
2. The Company did not recognize other-than-temporary impairments on its loan-backed securities during the years ended December 31, 2016 and 2015.
3. The Company did not recognize other-than-temporary impairments on its loan-backed securities at December 31, 2016 and 2015.
4. The Company had no impaired securities for which an other-than-temporary impairment had not been recognized in earnings as a realized loss at December 31, 2016 and 2015.
5. The Company had no impaired loan-backed securities at December 31, 2016 and 2015.

**E. Repurchase Agreements and/or Securities Lending Transactions**

1. The Company did not enter into repurchase agreements at December 31, 2016 or 2015.
2. The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers based on, among other things, their creditworthiness in exchange for collateral initially equal to at least 102% of the market value of the loaned securities. The Company receives the collateral in cash or securities, and if cash is received the cash collateral is thereafter invested according to guidelines of the Company's Investment Policy.

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

3. Collateral Received

a. Aggregate amount collateral received

1. Repurchase agreement - Not applicable.

	<u><b>Fair Value</b></u>
2. Securities Lending	
(a) Open	\$ 29,449,995
(b) 30 days or less	—
(c) 31 to 60 days	—
(d) 61 to 90 days	—
(e) Greater than 90 days	—
(f) Sub-total	29,449,995
(g) Securities received	1,004
(h) Total collateral received	\$ 29,450,999

3. Dollar repurchase agreement - Not applicable.

b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged \$ 29,450,999

c. The Company receives cash collateral in an amount in excess of fair value of the securities lent. The Company reinvests the cash collateral according to guidelines of the Company's Investment Policy.

4. Not applicable.

5. Collateral Reinvestment

a. Aggregate amount collateral reinvested

1. Repurchase agreement - Not applicable.

	<u><b>Amortized Cost</b></u>	<u><b>Fair Value</b></u>
2. Securities Lending		
(a) Open	\$ —	\$ —
(b) 30 days or less	9,812,242	9,812,884
(c) 31 to 60 days	3,300,010	3,302,158
(d) 61 to 90 days	800,000	800,744
(e) 91 to 120 days	3,400,288	3,403,650
(f) 121 to 180 days	4,700,000	4,703,652
(g) 181 to 365 days	4,200,284	4,202,762
(h) 1 to 2 years	1,620,756	1,620,620
(i) 2 to 3 years	400,039	400,000
(j) Greater than 3 years	1,200,934	1,203,525
(k) Sub-total	29,434,553	29,449,995
(l) Securities received	1,004	1,004
(m) Total collateral reinvested	\$ 29,435,557	\$ 29,450,999

3. Dollar repurchase agreement - Not applicable.

b. Not applicable.

6. Not applicable.

7. Not applicable.

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

**F. Real Estate**

The Company did not have investments in real estate and did not engage in retail land sales operations during 2016 or 2015.

**G. Investments in Low-Income Housing Tax Credits**

The Company did not invest in properties generating low-income housing tax credits during 2016 or 2015.

**H. Restricted Assets**

1. Restricted assets (including pledged)

Restricted Asset Category	1	2	3	4	5	6	7
	Total Gross (Admitted & Nonadmitted) Restricted from Current Year	Total Gross (Admitted & Nonadmitted) Restricted from Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Nonadmitted Restricted	Total Current Year Admitted Restricted (1 minus 4)	Gross Admitted and Nonadmitted Restricted to Total Assets (a)	Admitted Restricted to Total Admitted Assets (b)
a. Subject to contractual obligation for which liability is not shown	\$ —	\$ —	\$ —	\$ —	\$ —	0.00%	0.00%
b. Collateral held under security lending agreements	29,435,557	24,199,098	5,236,459	—	29,435,557	5.40%	5.53%
c. Subject to repurchase agreements	—	—	—	—	—	0.00%	0.00%
d. Subject to reverse repurchase agreements	—	—	—	—	—	0.00%	0.00%
e. Subject to dollar repurchase agreements	—	—	—	—	—	0.00%	0.00%
f. Subject to dollar reverse repurchase agreements	—	—	—	—	—	0.00%	0.00%
g. Placed under option contracts	—	—	—	—	—	0.00%	0.00%
h. Letter stock or securities restricted as to sale-excluding FHLB capital stock	—	—	—	—	—	0.00%	0.00%
i. FHLB capital stock	—	—	—	—	—	0.00%	0.00%
j. On deposit with states	18,707,100	20,679,108	(1,972,008)	—	18,707,100	3.43%	3.52%
k. On deposit with other regulatory bodies	—	—	—	—	—	0.00%	0.00%
l. Pledged as collateral to FHLB (including assets backing funding agreements)	—	—	—	—	—	0.00%	0.00%
m. Pledged as collateral not captured in other categories	—	—	—	—	—	0.00%	0.00%
n. Other restricted assets	—	—	—	—	—	0.00%	0.00%
<b>o. Total Restricted Assets</b>	<b>\$48,142,657</b>	<b>\$44,878,206</b>	<b>\$3,264,451</b>	<b>\$ —</b>	<b>\$48,142,657</b>	<b>8.83%</b>	<b>9.05%</b>

(a) Column 1 divided by Asset Page, Column 1, Line 28

(b) Column 5 divided by Asset Page, Column 3, Line 28

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

2. Not applicable.
3. Not applicable.
4. Collateral Received and Reflected as Assets Within the Reporting Entity's Financial Statements

Collateral Assets	1	2	3	4
	Book/Adjusted Carrying Value (BACV)	Fair Value	% of BACV to Total Assets (Admitted and Nonadmitted*)	% of BACV to Total Admitted Assets **
a. Cash	\$ —	\$ —	—%	—%
b. Schedule D, Part 1	—	—	—	—
c. Schedule D, Part 2 Section 1	—	—	—	—
d. Schedule D, Part 2 Section 2	—	—	—	—
e. Schedule B	—	—	—	—
f. Schedule A	—	—	—	—
g. Schedule BA, Part 1	—	—	—	—
h. Schedule DL, Part 1	29,435,557	29,450,999	5.4	5.53
i. Other	—	—	—	—
j. Total Collateral Assets (a+b+c+d+e+f+g+h+i)	\$ 29,435,557	\$ 29,450,999	5.4%	5.53%

\* Column 1 divided by Asset Page, Line 26 (Column 1)

\*\* Column 1 divided by Asset Page, Line 26 (Column 3)

	<u>1</u>	<u>2</u>
	<u>Amount</u>	<u>% of Liability to Total Liabilities *</u>
k. Recognized Obligation to Return Collateral Asset	\$ 29,435,557	8.32%

\* Column 1 divided by Liability Page, Line 24 (Column 3)

#### I. Working Capital Finance Investments

The Company did not have any working capital finance investments at December 31, 2016 and 2015.

#### J. Offsetting and Netting of Assets and Liabilities

The Company did not have any offsetting or netting of assets and liabilities at December 31, 2016 and 2015.

#### K. Structured Notes

The Company did not have any structured notes at December 31, 2016 and 2015.

#### L. 5\* Securities

The Company has no 5\* Securities as of December 31, 2016 and 2015.

### 6. Joint Ventures, Partnerships and Limited Liability Companies

- A. The Company has no investments in joint ventures, partnerships or limited liability companies that exceeded 10% of its admitted assets at December 31, 2016 or 2015.

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

**B.** The Company did not recognize any impairment write downs for its investments in joint ventures, partnerships, or limited liability companies during 2016 or 2015.

**7. Investment Income**

**A.** All investment income due and accrued with amounts that are over 90 days past due is non-admitted.

**B.** At December 31, 2016 and 2015 there was no nonadmitted accrued investment interest income.

**8. Derivative Instruments**

The Company has no derivative instruments.

**9. Income Taxes**

**A.** The components of net deferred tax assets (liabilities):

1. The components of net deferred tax assets (liabilities) at December 31 are as follows:

	12/31/2016		
	(1)	(2)	(3)
	Ordinary	Capital	(Col 1+2) Total
(a) Gross Deferred Tax Assets	\$ 7,515,730	\$ 2,001,122	\$ 9,516,852
(b) Statutory Valuation Allowance Adjustments	—	—	—
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	7,515,730	2,001,122	9,516,852
(d) Deferred Tax Assets Nonadmitted	574,825	428,863	1,003,688
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	6,940,905	1,572,259	8,513,164
(f) Deferred Tax Liabilities	3,292	—	3,292
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	<u>\$ 6,937,613</u>	<u>\$ 1,572,259</u>	<u>\$ 8,509,872</u>

	12/31/2015		
	(4)	(5)	(6)
	Ordinary	Capital	(Col 4+5) Total
(a) Gross Deferred Tax Assets	\$ 17,676,314	\$ 2,082,038	\$ 19,758,352
(b) Statutory Valuation Allowance Adjustments	—	—	—
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	17,676,314	2,082,038	19,758,352
(d) Deferred Tax Assets Nonadmitted	1,320,640	1,487,170	2,807,810
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	16,355,674	594,868	16,950,542
(f) Deferred Tax Liabilities	3,261	—	3,261
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	<u>\$ 16,352,413</u>	<u>\$ 594,868</u>	<u>\$ 16,947,281</u>

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	Change		
	(7) (Col 1-4) Ordinary	(8) (Col 2-5) Capital	(9) (Col 7+8) Total
(a) Gross Deferred Tax Assets	\$ (10,160,584)	\$ (80,916)	\$ (10,241,500)
(b) Statutory Valuation Allowance Adjustments	—	—	—
(c) Adjusted Gross Deferred Tax Assets (1a - 1b)	(10,160,584)	(80,916)	(10,241,500)
(d) Deferred Tax Assets Nonadmitted	(745,815)	(1,058,307)	(1,804,122)
(e) Subtotal Net Admitted Deferred Tax Asset (1c - 1d)	(9,414,769)	977,391	(8,437,378)
(f) Deferred Tax Liabilities	31	—	31
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e - 1f)	<u>\$ (9,414,800)</u>	<u>\$ 977,391</u>	<u>\$ (8,437,409)</u>

2. The amount of admitted adjusted gross deferred tax assets under each component of SSAP No. 101, *Income Taxes* ("SSAP No. 101") as of December 31 is as follows:

	12/31/2016		
	(1) Ordinary	(2) Capital	(3) (Col 1+2) Total
Admission Calculation Components SSAP No. 101			
(a) Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks.	\$ 6,937,613	\$ 1,572,259	\$ 8,509,872
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	—	—	—
1. Adjusted Gross Deferred Tax Assets Expected To Be Realized Following the Balance Sheet Date.	—	—	—
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold.	XXX	XXX	16,968,665
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities.	3,292	—	3,292
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101. Total (2(a) + 2(b) + 2(c))	<u>\$ 6,940,905</u>	<u>\$ 1,572,259</u>	<u>\$ 8,513,164</u>

	12/31/2015		
	(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
Admission Calculation Components SSAP No. 101			
(a) Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks.	\$ 16,352,413	\$ 13,321	\$ 16,365,734
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	—	581,547	581,547
1. Adjusted Gross Deferred Tax Assets Expected To Be Realized Following the Balance Sheet Date.	—	581,547	581,547
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold.	XXX	XXX	15,261,975
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities.	3,261	—	3,261
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101. Total (2(a) + 2(b) + 2(c))	<u>\$ 16,355,674</u>	<u>\$ 594,868</u>	<u>\$ 16,950,542</u>

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Change		
(7)	(8)	(9)
(Col 1-4) Ordinary	(Col 2-5) Capital	(Col 7+8) Total

Admission Calculation Components SSAP No. 101

(a) Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks.	\$	(9,414,800)	\$	1,558,938	\$	(7,855,862)
(b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)		—		(581,547)		(581,547)
1. Adjusted Gross Deferred Tax Assets Expected To Be Realized Following the Balance Sheet Date.		—		(581,547)		(581,547)
2. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold.		XXX		XXX		1,706,690
(c) Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities.		31		—		31
(d) Deferred Tax Assets Admitted as the result of application of SSAP No. 101. Total (2(a) + 2(b) + 2(c))		\$ (9,414,769)		\$ 977,391		\$ (8,437,378)

	<b>2016</b>	<b>2015</b>
(3) (a) Ratio Percentage Used To Determine Recovery Period And Threshold Limitation Amount.	276.188%	291.372%
(b) Amount Of Adjusted Capital And Surplus Used To Determine Recovery Period And Threshold Limitation In 2(b)2 Above.	\$ 169,686,653	\$ 152,619,752

12/31/2016		12/31/2015		Change	
(1)	(2)	(3)	(4)	(5)	(6)
Ordinary	Capital	Ordinary	Capital	(Col 1-3) Ordinary	(Col 2-4) Capital

Impact of Tax-Planning Strategies

(a) Determination of Adjusted Gross Deferred Tax Assets and Net Admitted Deferred Tax Assets, By Tax Character As A Percentage.						
1. Adjusted Gross DTAs Amount From Note 9A1 (c)	\$ 7,515,730	\$ 2,001,122	\$ 17,676,314	\$ 2,082,038	\$ (10,160,584)	\$ (80,916)
2. Percentage of Adjusted Gross DTAs By Tax Character Attributable To The Impact Of Tax Planning Strategies	—%	—%	—%	10.538%	—%	(10.538)%
3. Net Admitted Adjusted Gross DTAs Amount From Note 9A1(e)	\$ 6,940,905	\$ 1,572,259	\$ 16,355,674	\$ 594,868	\$ (9,414,769)	\$ 977,391
4. Percentage of Net Admitted Adjusted Gross DTAs By Tax Character Admitted Because Of The Impact Of Tax Planning Strategies	—%	—%	—%	3.432%	—%	(3.432)%
(b) Does the Company's tax-planning strategies include the use of reinsurance?	Yes	_____	No	_____	X	_____

**B.** The Company has no unrecognized deferred tax liabilities at December 31, 2016 and 2015.

**C.** Current income taxes incurred consist of the following major components:

(1)	(2)	(3)
12/31/2016	12/31/2015	(Col 1-2) Change

(1) Current Income Tax					
(a) Federal	\$	3,526,309	\$	29,574,694	\$ (26,048,385)

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(b) Foreign	—	—	—
(c) Subtotal	3,526,309	29,574,694	(26,048,385)
(d) Federal income tax expense on net capital gains	1,572,259	(3,950)	1,576,209
(e) Utilization of capital loss carry-forwards	—	—	—
(f) Other	—	—	—
(g) Federal and foreign income taxes incurred	<u>\$ 5,098,568</u>	<u>\$ 29,570,744</u>	<u>\$ (24,472,176)</u>

(1)	(2)	(3)
12/31/2016	12/31/2015	(Col 1-2) Change

(2) Deferred Tax Assets:

(a) Ordinary			
(1) Discounting of unpaid losses	\$ 512,805	\$ 527,983	\$ (15,178)
(2) Unearned premium reserve	14	10,108,501	(10,108,487)
(3) Policyholder reserves	3,045,000	3,185,000	(140,000)
(4) Investments	—	—	—
(5) Deferred acquisition costs	—	—	—
(6) Policyholder dividends accrual	—	—	—
(7) Fixed assets	1,258,788	1,431,728	(172,940)
(8) Compensation and benefits accrual	—	—	—
(9) Pension accrual	—	—	—
(10) Receivables - nonadmitted	2,517,514	1,923,925	593,589
(11) Net operating loss carry-forward	—	—	—
(12) Tax credit carry-forward	—	—	—
(13) Other (including items <5% of total ordinary tax assets)	120,501	491,879	(371,378)
(14) Accrued future expenses	—	—	—
(15) Amortization	6,009	7,298	(1,289)
(16) Prepaid expenses	55,099	—	55,099
(17) State tax liability	—	—	—
(99) Subtotal	<u>7,515,730</u>	<u>17,676,314</u>	<u>(10,160,584)</u>
(b) Statutory valuation allowance adjustment	—	—	—
(c) Nonadmitted	574,825	1,320,640	(745,815)
(d) Admitted ordinary deferred tax assets (2a99 - 2b - 2c)	<u>6,940,905</u>	<u>16,355,674</u>	<u>(9,414,769)</u>
(e) Capital:			
(1) Investments	2,001,122	2,082,038	(80,916)
(2) Net capital loss carry-forward	—	—	—
(3) Real estate	—	—	—
(4) Other (including items <5% of total capital tax assets)	—	—	—
(99) Subtotal	<u>2,001,122</u>	<u>2,082,038</u>	<u>(80,916)</u>
(f) Statutory valuation allowance adjustment	—	—	—
(g) Nonadmitted	428,863	1,487,170	(1,058,307)
(h) Admitted capital deferred tax assets (2e99 - 2f - 2g)	<u>1,572,259</u>	<u>594,868</u>	<u>977,391</u>
(i) Admitted deferred tax assets (2d + 2h)	<u>\$ 8,513,164</u>	<u>\$ 16,950,542</u>	<u>\$ (8,437,378)</u>

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
NOTES TO FINANCIAL STATEMENTS

	(1) 12/31/2016	(2) 12/31/2015	(3) (Col 1-2) Change
(3) Deferred Tax Liabilities:			
(a) Ordinary			
(1) Investments	\$ —	\$ —	\$ —
(2) Fixed assets	—	—	—
(3) Deferred and uncollected premium	—	—	—
(4) Policyholder reserves	—	—	—
(5) Other (including items <5% of total ordinary tax liabilities)	—	—	—
(6) Discount of coordination benefits	3,292	3,261	31
(99) Subtotal	<u>3,292</u>	<u>3,261</u>	<u>31</u>
(b) Capital:			
(1) Investments	—	—	—
(2) Real estate	—	—	—
(3) Other (including items <5% of total capital tax liabilities)	—	—	—
(4) Investment partnership income	—	—	—
(99) Subtotal	<u>—</u>	<u>—</u>	<u>—</u>
(c) Deferred tax liabilities (3a99 + 3b99)	<u>3,292</u>	<u>3,261</u>	<u>31</u>
(4) Net deferred tax assets/liabilities (2i - 3c)	<u>\$ 8,509,872</u>	<u>\$ 16,947,281</u>	<u>\$ (8,437,409)</u>

**D.** The Company's income tax expense and change in deferred income taxes differs from the amount obtained by applying the federal statutory income tax rate of 35% for the year ended December 31 as follows:

	<u>2016</u>	<u>2015</u>
Tax expense computed using federal statutory rate	\$ 6,466,529	\$ 18,288,582
Change in nonadmitted assets	(381,469)	(1,380,977)
Tax exempt income and dividend received deduction net of proration	(703,517)	(772,855)
Prior year true-up and adjustments	(26,330)	(5,455)
Tax settlements and contingencies	—	—
ACA health insurer fee	8,269,908	8,292,920
Other, net	42,124	69,387
Total	<u>\$ 13,667,245</u>	<u>\$ 24,491,602</u>
Federal income taxes incurred	\$ 5,098,568	\$ 29,570,744
Change in net deferred income taxes	8,568,677	(5,079,142)
Total statutory income taxes	<u>\$ 13,667,245</u>	<u>\$ 24,491,602</u>

**E. Operating loss carryforwards:**

- The Company has no operating loss carryforwards and no tax credit carryforwards as of December 31, 2016 or 2015.
- The following are income taxes incurred in the current and prior year(s) that will be available for recoupment in the event of future net losses:

	<u>Ordinary</u>	<u>Capital</u>	<u>Total</u>
<b>2016</b>	\$ 3,331,634	\$ 1,572,259	\$ 4,903,893
<b>2015</b>	29,250,513	—	29,250,513
<b>2014</b>	N/A	—	—

- The Company has no protective tax deposits reported as admitted assets under Section 6603 of the Internal Revenue Service Code as of December 31, 2016 and 2015.

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
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- F. The following companies will be included in the consolidated federal income tax return with their parent Anthem, Inc. as of December 31, 2016 and either are current members of the consolidated tax sharing agreement or are in the process of being added to the consolidated tax sharing agreement. Allocation of federal income taxes with affiliates subject to the tax sharing agreement is based upon separate income tax return calculations with credit for net losses that can be used on a consolidated basis. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future losses, which it may incur, or to recoup its net losses carried forward as an offset to future net income subject to federal income taxes. Intercompany income tax balances are settled based on the Internal Revenue Service due dates.

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American Imaging Management, Inc.	DeCare Dental Health International, LLC
AMERIGROUP Community Care of New Mexico, Inc.	DeCare Dental Networks, LLC
AMERIGROUP Corporation	DeCare Dental, LLC
AMERIGROUP District of Columbia, Inc.	Designated Agent Company, Inc.
AMERIGROUP Florida, Inc.	EHC Benefits Agency, Inc.
Amerigroup Insurance Company	Empire HealthChoice Assurance, Inc.
AMERIGROUP Iowa, Inc.	Empire HealthChoice HMO, Inc.
Amerigroup Kansas, Inc.	Federal Government Solutions, LLC (fka Government Health Services, LLC)
AMERIGROUP Maryland, Inc.	Golden West Health Plan, Inc.
AMERIGROUP Nevada, Inc.	Greater Georgia Life Insurance Company
AMERIGROUP New Jersey, Inc.	Health Core, Inc.
AMERIGROUP Ohio, Inc.	Health Management Corporation
AMERIGROUP Oklahoma, Inc.	HealthKeepers, Inc.
Amerigroup Services, Inc.	HealthLink HMO, Inc.
AMERIGROUP Tennessee, Inc.	HealthLink, Inc.
AMERIGROUP Texas, Inc.	HealthPlus HP, LLC
AMERIGROUP Washington, Inc.	Healthy Alliance Life Insurance Company
AMGP Georgia Managed Care Company, Inc.	HMO Colorado, Inc.
Anthem Blue Cross Life and Health Insurance Company	HMO Missouri, Inc.
Anthem Financial, Inc.	Imaging Management Holdings, LLC
Anthem Health Insurance Company of Nevada	Imaging Providers of Texas
Anthem Health Plans of Kentucky, Inc.	Living Complete Technologies, Inc. (fka Tidgewell Associates, Inc.)
Anthem Health Plans of Maine, Inc.	Matthew Thornton Health Plan, Inc.
Anthem Health Plans of New Hampshire, Inc.	National Government Services, Inc.
Anthem Health Plans of Virginia, Inc.	Park Square Holdings, Inc.
Anthem Health Plans, Inc.	Park Square I, Inc.
Anthem Holding Corp.	Park Square II, Inc.
Anthem Insurance Companies, Inc.	PHP Holdings, Inc.
Anthem Kentucky Managed Care Plan, Inc.	R&P Realty, Inc.
Anthem Life & Disability Insurance Company	Resolution Health, Inc.
Anthem Southeast, Inc.	RightCHOICE Managed Care, Inc.
Anthem UM Services, Inc.	Rocky Mountain Hospital and Medical Service, Inc.
Anthem, Inc.	SellCore, Inc.
Arcus Enterprises, Inc.	Simply Healthcare Holdings, Inc.
ARCUS HealthyLiving Services, Inc.	Simply Healthcare Plans, Inc.
Associated Group, Inc.	Southeast Services, Inc.
Better Health, Inc.	State Sponsored Business UM Services, Inc.
Blue Cross and Blue Shield of Georgia, Inc.	The Anthem Companies of California, Inc.
Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	The Anthem Companies, Inc.
Blue Cross Blue Shield of Wisconsin	TrustSolutions, LLC
Blue Cross of California	UNICARE Health Plan of West Virginia, Inc.
Blue Cross of California Partnership Plan, Inc.	UNICARE Health Plans of Texas, Inc.
CareMore Health Group, Inc.	UNICARE Illinois Services, Inc.
CareMore Health Plan	UNICARE Life & Health Insurance Company
CareMore Health Plan of Arizona, Inc.	UNICARE National Services, Inc.
CareMore Health Plan of Georgia, Inc.	UNICARE Specialty Services, Inc.
CareMore Health Plan of Nevada	UtiliMed IPA, Inc.
CareMore Health Plan of Texas, Inc.	WellPoint Behavioral Health, Inc.
CareMore Health System	WellPoint California Services, Inc.
CareMore Holdings, Inc.	WellPoint Dental Services, Inc.
Cerulean Companies, Inc.	WellPoint Health Solutions, Inc.
Claim Management Services, Inc.	WellPoint Holding Corporation
Community Care Health Plan of Louisiana, Inc. (fka AMERIGROUP Louisiana, Inc.)	WellPoint Information Technology Services, Inc.
Community Insurance Company	WellPoint Insurance Services, Inc.
Compcare Health Services Insurance Corporation	WellPoint Military Care Corporation
Crossroads Acquisition Corp	

**G.** Not applicable.

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**10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

**A. Nature of the Relationship**

The Company is a Tennessee domiciled stock insurance company and is a wholly-owned subsidiary of AMERIGROUP Corporation (“AGP”). AGP is a wholly-owned subsidiary of ATH Holding Company, LLC, which is an indirect wholly-owned subsidiary of Anthem, Inc. (“Anthem”), a publicly traded company.

On July 24, 2015, the Company’s ultimate parent company, Anthem, and Cigna Corporation (“Cigna”) entered into an Agreement and Plan of Merger dated as of July 23, 2015, by and among Anthem, Cigna and Anthem Merger Sub Corp., a Delaware corporation and a direct wholly-owned subsidiary of Anthem, pursuant to which Anthem will acquire all outstanding shares of Cigna, or the Acquisition. On July 21, 2016, the U.S. Department of Justice, or DOJ, along with certain state attorneys general, filed a civil antitrust lawsuit in the U.S. District Court for the District of Columbia seeking to block the Acquisition. On January 18, 2017, Anthem provided notice to Cigna that Anthem had elected to extend the termination date under the Merger Agreement from January 31, 2017 until April 30, 2017. Following the conclusion of the trial, the Court ruled in favor of the DOJ, on February 8, 2017, and Anthem promptly filed notice that Anthem would appeal the Court’s ruling. On February 14, 2017, Cigna purported to terminate the Merger Agreement and commenced litigation against Anthem in the Delaware Court of Chancery, or Delaware Court, seeking damages and a declaratory judgment that its purported termination of the Merger Agreement was lawful, among other claims. Anthem believes Cigna’s allegations are without merit. Also on February 14, 2017, Anthem initiated its own litigation against Cigna in the Delaware Court seeking a temporary restraining order to enjoin Cigna from terminating the Merger Agreement, specific performance compelling Cigna to comply with the Merger Agreement and damages. On February 15, 2017, the Delaware Court granted Anthem’s motion for a temporary restraining order and issued an order enjoining Cigna from terminating the Merger Agreement. The temporary restraining order became effective immediately and will remain in place pending any further order from the Delaware Court. Anthem intends to vigorously defend the Acquisition in both the Circuit Court and the Delaware Court and remains committed to completing the Acquisition as soon as practicable.

**B. Significant Transactions for Each Period**

The Company had no significant transactions between the Company and its affiliates for the years ended December 31, 2016 and 2015.

**C. Intercompany Management and Service Arrangements**

There were no changes to the intercompany management and service arrangements, and there were no additional arrangements entered into during 2016 or 2015. The amounts of transactions under such agreements are presented in Schedule Y, Part 2.

**D. Amounts Due to or from Related Parties**

At December 31, 2016 and 2015, the Company reported \$1,907,183 and \$74,636 due from affiliates and \$4,539,631 and \$2,143,617 due to affiliates, respectively. The receivable and payable balances represent intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

**E. Guarantees or Contingencies for Related Parties**

The Company did not enter into guarantees or undertakings for the benefit of an affiliate which would result in a material contingent exposure of the Company’s or any affiliated insurer’s assets or liabilities.

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**F. Management and Service Contracts and Cost Sharing Arrangements**

The Company entered into an administrative services agreement with its affiliated companies. Pursuant to these agreements, various administrative, management and support services are provided to or provided by the Company. The costs and expenses related to these administrative management and support services are allocated to or allocated by the Company in an amount equal to the direct and indirect costs and expenses incurred in providing these services. Costs include expenses such as salaries, employee benefits, communications, advertising, consulting services, billing, accounting, underwriting, and product development, which support the Company's operations. These costs are allocated based on various utilization statistics.

**G. Nature of Control Relationships that Could Affect Operations or Financial Position**

AGP owns all outstanding shares of the Company. The Company's ultimate parent is Anthem, Inc.

**H. Amount Deducted for Investment in Upstream Company**

The Company does not own shares of upstream intermediate entities or Anthem.

**I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets**

The Company does not have investments in affiliates greater than 10% of admitted assets.

**J. Write-down for Impairments of Investments in Subsidiaries, Controlled or Affiliated ("SCA") Companies**

The Company did not write-down any investments in subsidiaries, controlled or affiliated SCA companies as of December 31, 2016 and 2015.

**K. Investment in a Foreign Insurance Subsidiary**

The Company does not have investments in foreign insurance subsidiaries.

**L. Investment in Downstream Non-insurance Holding Companies**

The Company does not have investments in downstream non-insurance holding companies.

**M. All SCA Investments**

The Company has no SCA Investments.

**N. Investment in Insurance SCAs**

Not applicable.

**11. Debt**

**A. Capital Notes**

The Company had no capital notes outstanding at December 31, 2016 and 2015.

**B. All Other Debt**

The Company had no other debt outstanding at December 31, 2016 and 2015.

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**C. FHLB (Federal Home Loan Bank) Agreements**

The Company had no FHLB agreements outstanding at December 31, 2016 and 2015.

**12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**

**A. Defined Benefit Plan**

Not applicable - See Note 12G.

**B.** Not applicable - See Note 12G.

**C.** Not applicable - See Note 12G.

**D.** Not applicable - See Note 12G.

**E. Defined Contribution Plans**

Not applicable - See Note 12G.

**F. Multiemployer Plans**

The Company does not participate in a multiemployer plan.

**G. Consolidated/Holding Company Plans**

The Company participates in a deferred compensation plan sponsored by Anthem which covers certain employees. The deferred amounts are payable according to the terms and subject to the conditions of said deferred compensation agreements. Anthem allocates a share of the total accumulated costs of this plan to the Company based on the number of allocated employees subject to the deferred compensation agreements. The Company has no legal obligation for benefits under this plan.

The Company participates in the Anthem 401(k) Retirement Savings Plan, a defined contribution plan, sponsored by ATH Holding and covering substantially all employees. Voluntary employee contributions are matched by ATH Holding subject to certain limitations. ATH Holding allocates a share of the total accumulated costs of this plan to the Company based on the number of allocated employees. The Company has no legal obligation for benefits under this plan.

	2016	2015
Deferred compensation plan	\$ 78,637	\$ 76,301
Defined contribution plan	2,710,720	2,561,533

**H. Post Employment Benefits and Compensated Absences**

Not applicable.

**I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)**

Not applicable.

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**13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations**

**(1) Outstanding Shares**

As of December 31, 2016, the Company has 1,000 shares of \$1 par value common stock authorized, issued and outstanding. The number of shares issued and outstanding is 1,000.

**(2) Preferred Stock**

The Company has no preferred stock outstanding.

**(3) Dividend Restrictions**

Under Tennessee Code Annotated 56-11-106, certain limitations exist on the Company's ability to pay dividends to its parent. The Company may not pay an extraordinary dividend or make any other extraordinary distribution to its shareholders until 1) thirty days after the commissioner has received notice of the declaration thereof and has not within such period disapproved such payment; or 2) the commissioner shall have approved such payment within such thirty-day period. An extraordinary dividend or distribution is defined as any dividend or distribution of cash or other property, whose fair market value together with that of other dividends or distributions made within the preceding twelve months, exceeds the greater of 1) ten percent (10%) of net worth, or 2) net income, not including capital gains, for the 12 month period ending December 31 of the prior year. Additionally, the Company may pay funds only from unassigned surplus with the exception of the commissioner's approval.

**(4) Dividends Paid**

See Footnote 10B.

**(5) Maximum Ordinary Dividend During 2017**

Within the limitations of (3) above, the Company may pay \$17,819,653 in dividends during 2017 without prior approval.

**(6) Unassigned Surplus Restrictions**

Unassigned surplus funds are not restricted at December 31, 2016.

**(7) Mutual Surplus Advances**

Not applicable.

**(8) Company Stock Held for Special Purpose**

There are no shares of stock held for special purposes at December 31, 2016.

**(9) Changes in Special Surplus Funds**

The change in balances of special surplus funds from the prior year are due to changes in the amounts segregated for the estimated Affordable Care Act ("ACA") health insurer fee. The annual fee under section 9010 of the ACA has been suspended for 2017, therefore no surplus has been segregated as of December 31, 2016.

**(10) Changes in Unassigned Funds**

The portion of unassigned funds represented by cumulative unrealized gains and losses was -\$1,331,767 at December 31, 2016.

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**(11) Surplus Notes**

The Company has not issued any surplus notes or debentures or similar obligations.

**(12) Restatement due to Prior Quasi-reorganizations**

The Company had no restatements due to prior quasi-reorganizations.

**(13) Quasi-reorganizations over Prior 10 Years**

The Company has not been involved in a quasi-reorganization during the past 10 years.

**14. Liabilities, Contingencies and Assessments**

**A. Contingent Commitments**

The Company had no contingent commitments at December 31, 2016.

**B. Assessments**

(1) The Company is subject to guaranty fund and other assessments by the state(s) in which it writes business. Guaranty fund assessments are accrued at the time of insolvencies. Other assessments are accrued either at the time of the assessment or at the time the losses are incurred.

The State of Tennessee has not issued a guaranty fund assessment, and the Company has not recorded a liability for an assessment as of December 31, 2016 or 2015.

(2) Not applicable.

**C. Gain Contingencies**

The Company has no gain contingencies at December 31, 2016.

**D. Claims-Related Extra Contractual Obligation and the Bad Faith Losses Stemming From Lawsuits**

Not applicable.

**E. Joint and Several Liabilities**

Not applicable.

**F. All Other Contingencies**

In March 2016, Anthem filed a lawsuit against its vendor for pharmacy benefit management (“PBM”) services, captioned *Anthem, Inc. v. Express Scripts, Inc.*, in the U.S. District Court for the Southern District of New York. The lawsuit seeks to recover damages for pharmacy pricing that is higher than competitive benchmark pricing, damages related to operational breaches and seeks various declarations under the PBM agreement between the parties. Anthem’s suit asserts that Express Scripts, Inc.’s (“Express Scripts”) current pricing exceeds the competitive benchmark pricing required by the PBM agreement over the remaining term of the PBM agreement and through the post-termination transition period. Further, Anthem believes that Express Scripts’ excessive pricing has caused Anthem to lose existing customers and prevented the Company from gaining new business. In addition to the amounts associated with competitive benchmark pricing, Anthem is seeking damages associated with operational breaches incurred to date, together with a declaratory judgment that Express Scripts: (1) breached its obligation to negotiate in good faith and to agree in writing to new pricing terms; (2) is required to provide competitive benchmark pricing to Anthem through

## NOTES TO FINANCIAL STATEMENTS

the term of the PBM agreement; (3) has breached the PBM agreement, and that Anthem can terminate the PBM agreement either due to Express Scripts' breaches or because Anthem has determined that Express Scripts' performance with respect to the delegated Medicare Part D functions has been unsatisfactory; and (4) is required under the PBM agreement to provide post-termination services, at competitive benchmark pricing, for one year following any termination. In April 2016, Express Scripts filed an answer to the lawsuit disputing Anthem's contractual claims and alleging various defenses and counterclaims. Express Scripts contends that Anthem breached the PBM agreement by failing to negotiate proposed new pricing terms in good faith and that Anthem breached the implied covenant of good faith and fair dealing by disregarding the terms of the transaction. In addition, Express Scripts is seeking declaratory judgments: (1) regarding the timing of the periodic pricing review under the PBM agreement; (2) that it has no obligation to ensure that Anthem receives any specific level of pricing, that Anthem has no contractual right to any change in pricing under the PBM agreement and that its sole obligation is to negotiate proposed pricing terms in good faith; and (3) that Anthem does not have the right to terminate the PBM agreement. In the alternative, Express Scripts claims that Anthem has been unjustly enriched by its payment of \$4.675 billion at the time of the PBM agreement. Anthem believes that Express Scripts' defenses and counterclaims are without merit. Anthem filed a motion to dismiss Express Script's counterclaims, which is pending. Anthem intends to vigorously pursue these claims and defend against any counterclaims; however, the ultimate outcome cannot be presently determined.

Anthem and Express Scripts were also named as defendants in a purported class action lawsuit filed in June 2016 in the Southern District of New York by three members of ERISA plans alleging ERISA violations captioned *Karen Burnett, Brendan Farrell, and Robert Shullich, individually and on behalf of all others similarly situated vs. Express Scripts, Inc. and Anthem, Inc.* The lawsuit was then consolidated with a similar lawsuit that was previously filed against Express Scripts. A first amended consolidated complaint was filed in the consolidated lawsuit, which is captioned *In Re Express Scripts/Anthem ERISA Litigation*. The first amended consolidated complaint was filed by six individual plaintiffs against Anthem and Express Scripts on behalf of all persons who are participants in or beneficiaries of any ERISA or non-ERISA health care plan from December 1, 2009 to the present in which Anthem provided prescription drug benefits through a PBM agreement with Express Scripts and who paid a percentage bases on co-insurance payment in the course of using that prescription drug benefit. As to the ERISA members, the plaintiffs allege that Anthem breached its duties under ERISA (i) by failing to adequately monitor Express Scripts' pricing under the PBM agreement and (ii) by trading off the best interests of Anthem insureds for its own pecuniary interest by allegedly agreeing to higher pricing in the PBM agreement in exchange for the \$4.675 billion purchase price for Anthem's NextRX PBM business. As to the non-ERISA members, the plaintiffs assert that Anthem breached the implied covenant of good faith and fair dealing implied in the health plans under which the non-ERISA members are covered by (i) negotiating and entering into the PBM agreement with Express Scripts that was detrimental to the interests of the such non-ERISA members, (ii) failing to adequately monitor the activities of Express Scripts, including failing to timely monitor and correct the prices charged by Express Scripts for prescription medications, and (iii) acting in Anthem's self-interests instead of the interests of the non-ERISA members when it accepted the \$4.675 billion purchase price for NextRx. Plaintiffs seek to hold Anthem and Express Scripts jointly and severally liable and to recover all losses suffered by the proposed class, equitable relief, disgorgement of alleged ill-gotten gains, injunctive relief, attorney's fees and costs and interest. Anthem filed a motion to dismiss all of the claims brought against Anthem, which is pending. Express Scripts filed a motion to transfer the case to a federal court in Missouri and Anthem intends to oppose this transfer. Anthem intends to vigorously defend this suit; however, its ultimate outcome cannot be presently determined.

In February 2015, Anthem reported that it was the target of a sophisticated external cyber-attack. The attackers gained unauthorized access to certain of Anthem's information technology systems and obtained personal information related to many individuals and employees, such as names, birthdays, health care identification/social security numbers, street addresses, email addresses, phone numbers and employment information, including

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income data. To date, there is no evidence that credit card or medical information, such as claims, test results or diagnostic codes, were targeted, accessed or obtained, although no assurance can be given that Anthem will not identify additional information that was accessed or obtained.

Upon discovery of the cyber-attack, Anthem took immediate action to remediate the security vulnerability and retained a cybersecurity firm to evaluate its systems and identify solutions based on the evolving landscape. Anthem is providing credit monitoring and identity protection services to those who have been affected by this cyber-attack. Anthem has continued to implement security enhancements since this incident. Anthem has incurred expenses subsequent to the cyber-attack to investigate and remediate this matter and expects to continue to incur expenses of this nature in the foreseeable future. Anthem will recognize these expenses in the periods in which they are incurred.

Actions have been filed in various federal and state courts and other claims have been or may be asserted against Anthem on behalf of current or former members, current or former employees, other individuals, shareholders or others seeking damages or other related relief, allegedly arising out of the cyber-attack. Federal and state agencies, including state insurance regulators, state attorneys general, the Health and Human Services Office of Civil Rights and the Federal Bureau of Investigation, are investigating events related to the cyber-attack, including how it occurred, its consequences and Anthem's responses. The NAIC's multistate targeted market conduct and financial exam was concluded in December 2016. As part of the resolution, the NAIC asked and Anthem has agreed to provide a customized credit protection program functionally equivalent to a credit freeze for minors who were under the age of 18 on January 27, 2015. No fines or penalties were issued. Although Anthem is cooperating in these investigations, Anthem may be subject to fines or other obligations, which may have an adverse effect on how Anthem operates its business and on its results of operations. With respect to the civil actions, a motion to transfer was filed with the Judicial Panel on Multidistrict Litigation in February 2015 and was subsequently heard by the Panel in May 2015. In June 2015, the Panel entered its order transferring the consolidated matter to the U.S. District Court for the Northern District of California. The U.S. District Court entered its case management order in September 2015. Anthem filed a motion to dismiss ten of the counts that are before the U.S. District Court. In February 2016, the court issued an order granting in part and denying in part our motion, dismissing three counts with prejudice, four counts without prejudice and allowing three counts to proceed. Plaintiffs filed a second amended complaint in March 2016, and Anthem subsequently filed a second motion to dismiss. In May 2016, the court issued an order granting in part and denying in part our motion, dismissing one count with prejudice, dismissing certain counts asserted by specific named plaintiffs with or without prejudice depending on their individualized facts, and allowing the remaining counts to proceed. In July 2016, plaintiffs filed a third amended complaint, which Anthem answered in August 2016. Fact discovery was completed in December 2016. There remain two state court cases that are presently proceeding outside of the Multidistrict Litigation.

Anthem has contingency plans and insurance coverage for certain expenses and potential liabilities of this nature. While a loss from these matters is reasonably possible, Anthem cannot reasonably estimate a range of possible losses because the investigation into the matter is ongoing, the proceedings remain in the early stages, alleged damages have not been specified, there is uncertainty as to the likelihood of a class or classes being certified or the ultimate size of any class if certified, and there are significant factual and legal issues to be resolved.

The Company is involved in other pending and threatened litigation of the character incidental to the business transacted, arising out of its operations and is from time to time involved as a party in various governmental investigations, audits, reviews and administrative proceedings. These investigations, audits and reviews and administrative proceedings include routine and special investigations by state insurance departments, state attorneys general, the U.S. Attorney General and Federal Agencies. Such investigations, audits, reviews and administrative proceedings could result in the

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imposition of civil or criminal fines, penalties, other sanctions and additional rules, regulations or other restrictions on The Company's business operations. The Company believes that any liability that may result from any one of these actions, or in the aggregate, could have a material adverse effect on the Company's financial position or results of operations

At December 31, 2016 and 2015, the Company reported admitted assets of \$22,119,368 and \$18,420,662 respectively in premium receivables due from policyholders and agents and receivables due from uninsured plans. Based upon Company experience, any uncollectible receivables are not expected to exceed \$0 that was nonadmitted at December 31, 2016; therefore, no additional provision for uncollectible amounts has been recorded. The potential for any additional loss is not believed to be material to the Company's financial condition.

**15. Leases**

**A. Lessee Operating Lease**

1. The Company leases office space, office equipment, EDP equipment, and software under various noncancelable operating leases. Related lease expense for 2016 and 2015 was \$1,809,341 and \$345,880, respectively.

2. At January 1, 2017, the minimum aggregate rental commitments are as follows:

	<u>Year Ending December 31</u>	<u>Operating Leases</u>
1. 2017	\$	1,945,216
2. 2018		1,993,932
3. 2019		2,028,241
4. 2020		1,918,766
5. 2021		1,921,921
6. Total	<u>\$</u>	<u>9,808,076</u>

3. The Company has not entered into any material sale-leaseback transactions.

**B. Lessor Leases**

1. The Company has not entered into any operating leases.

2. The Company has not entered into any leveraged leases.

**16. Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk**

The Company has no significant financial instruments with off-balance sheet risk.

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of investment securities. All investment securities are managed by professional investment managers within policies authorized by the board of directors. Such policies limit the amounts that may be invested in any one issuer and prescribe certain investee company criteria. As of December 31, 2016, there were no significant concentrations.

**17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

**A. Transfers of Receivables Reported as Sales**

Not applicable at December 31, 2016 and 2015.

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**B. Transfer and Servicing of Financial Assets**

(1) The Company participates in a securities lending program whereby marketable securities in its investment portfolio are transferred to independent brokers or dealers. At December 31, 2016 the fair value of securities loaned was \$28,715,920 and the carrying value of securities loaned was \$25,184,223.

(2) - (7) Not applicable.

**C. Wash Sales**

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.
2. At December 31, 2016 and 2015, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

**18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**

**A. Administrative Services Only ("ASO") Plans**

The gain from operations from ASO uninsured plans and the uninsured portion of partially insured plans during 2016 was:

	ASO Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASO
a. Net reimbursement for administrative expenses (including administrative fees) in excess of actual expenses	\$ 257,237,135	\$ —	\$ 257,237,135
b. Total net other income or expenses (including interest paid to or received from plans)	—	—	—
c. Net gain or (loss) from operations	\$ 257,237,135	\$ —	\$ 257,237,135
d. Total claim payment volume	\$ —	\$ —	\$ —

**B. Administrative Services Contract ("ASC") Plans**

The gain from operations from ASC uninsured plans and the uninsured portion of partially insured plans during 2016 was:

	ASC Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASC
a. Gross reimbursement for medical cost incurred	\$ 257,237,135	\$ —	\$ 257,237,135
b. Gross administrative fees accrued	—	—	—
c. Other income or expenses (including interest paid to or received from plans)	—	—	—
d. Gross expenses incurred (claims and administrative)	257,237,135	—	257,237,135
e. Total gain or (loss) from operations	\$ —	\$ —	\$ —

**C. Medicare or Other Similarly Structured Cost-Based Reimbursement Contract**

(1) The Company does not record revenue explicitly attributable to the cost share and reinsurance components of administered Medicare products.

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- (2) As of December 31, 2016 and 2015, the Company recorded a receivable from CMS of \$40,251 and \$52,924, respectively, related to the cost share and reinsurance components of administered Medicare products, a receivable from HHS of \$0 and \$0, respectively, related to cost share and reinsurance components of administered commercial ACA products and a receivable from ASO customers of \$10,003,155 and \$8,812,521, respectively.
- (3) As no revenue is recorded in connection with the cost share and reinsurance components of the Company's reinsurance contracts, the Company has recorded no allowances and reserves for the adjustment of recorded revenues and receivables.
- (4) The Company has made no adjustment to revenue resulting from audit of receivables related to revenues recorded in the prior period.

### 19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No premiums were written by managing general agents or third party administrators during the years ended December 31, 2016 and 2015.

### 20. Fair Value Measurements

#### A.

#### (1) Fair Value Measurements at Reporting Date

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Bonds				
Hybrid securities	—	32,486,030	—	32,486,030
Total bonds	\$ —	\$ 32,486,030	\$ —	\$ 32,486,030
Total assets at fair value	\$ —	\$ 32,486,030	\$ —	\$ 32,486,030

#### (2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

Description	Beginning Balance at 01/01/2016	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at 12/31/2016
a. Assets										
Bonds:										
Industrial and misc	\$ 641,402	\$ —	\$ (634,915)	\$ (2,833)	\$ (3,654)	\$ —	\$ —	\$ —	\$ —	\$ —
Total assets	\$ 641,402	\$ —	\$ (634,915)	\$ (2,833)	\$ (3,654)	\$ —	\$ —	\$ —	\$ —	\$ —

- (3) The Company's policy is to recognize transfers between Levels, if any, as of the beginning of the reporting period.
- (4) Fair values of fixed maturity securities are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. United States government securities represent Level 1 securities, while Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and residential mortgage-backed securities. For Securities not actively traded, the third party pricing services may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but

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are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds.

Fair values of equity securities are generally designated as Level 1 and are based on quoted market prices. For certain equity securities, quoted market prices for the identical security are not always available and the fair value is estimated by reference to similar securities for which quoted prices are available. These securities are designated Level 2. The Company has certain equity securities, including private equity securities, for which the fair value is estimated based on each security's current condition and the future cash flow projections. Such securities are designated Level 3. The fair values of these private equity securities are generally based on either broker quotes or discounted cash flow projections using assumptions for inputs such as the weighted-average cost of capital, long-term revenue growth rates and earnings before interest, taxes, depreciation and amortization, or revenue multiples that are not observable in the markets.

Certain financial assets are measured at fair value using Level 3 inputs, such as certain non-investment grade bonds and loan-backed securities or investments that are impaired during the year and recorded at fair value.

There have been no significant changes in the valuation techniques during the current period.

**B. Fair Value Measurements Under Other Accounting Pronouncements**

Not applicable at December 31, 2016 and 2015.

**C. Financial Instruments**

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 401,575,891	\$ 394,341,525	\$ 6,836,629	\$ 394,739,262	\$ —	\$ —
Short-term investments	49,910,916	49,910,916	49,910,916	—	—	—
Securities lending collateral asset	29,450,999	29,435,557	23,924,177	5,526,822	—	—

**D. Not Practicable to Estimate Fair Value**

There are no financial instruments that were not practicable to estimate fair value.

**21. Other Items**

**A. Unusual or Infrequent Items**

Not applicable at December 31, 2016 and 2015.

**B. Troubled Debt Restructuring: Debtors**

Not applicable at December 31, 2016 and 2015.

**C. Other Disclosures**

Not applicable at December 31, 2016 and 2015.

**D. Business Interruption Insurance Recoveries**

The Company has reported no recoveries for business interruption for the years ended December 31, 2016 and 2015.

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**E. State Transferable and Non-Transferable Tax Credits**

The Company did not have state transferable tax credits at December 31, 2016 and 2015.

**F. Subprime Mortgage-Related Risk Exposure**

1. The Company's investment strategy of providing safety and preservation of capital, sufficient liquidity to meet cash flow requirements and the attainment of a competitive after-tax investment return is supported by a well diversified portfolio consisting of many different types of investments. The portion of the Company's investment portfolio with subprime mortgage-related risk exposure is relatively small in comparison to the overall investment portfolio, and consists mainly of investment grade securities with no exposure to collateralized debt obligations. All mortgage related investments are monitored closely as part of the quarterly investment review performed by the Anthem Investment Impairment Review Committee.
2. The Company did not carry investments in subprime mortgage loans in its portfolio at December 31, 2016 or 2015.
3. The Company did not have subprime mortgage-related risk exposure at December 31, 2016 or 2015.
4. The Company did not underwrite Mortgage Guaranty or Financial Guaranty insurance coverage at December 31, 2016 or 2015.

**G. Retained Assets**

The Company does not have retained assets at December 31, 2016 and 2015.

**22. Events Subsequent**

The Company is subject to an annual fee under section 9010 of the ACA. A health insurance company's portion of the annual fee becomes payable once the entity provides health insurance for any U.S. health risk for each calendar year beginning on or after January 1 of the year the fee is due. The annual fee under section 9010 of the ACA has been suspended for 2017 and will resume for 2018 and beyond.

	<u>Current Year</u>	<u>Prior Year</u>
A. Did the reporting entity write accident and health insurance premium that is subject to Section 9010 of the Federal Affordable Care Act (YES/NO)?	YES	
B. ACA fee assessment payable for the upcoming year	\$ —	\$ 24,277,032
C. ACA fee assessment paid	\$ 23,628,309	\$ 23,694,057
D. Premium written subject to ACA 9010 assessment	\$ 1,425,106,624	\$ 1,294,816,705
E. Total Adjusted Capital before surplus adjustment (Five-Year Historical Line 14)	\$ 178,196,525	
F. Total Adjusted Capital after surplus adjustment (Five-Year Historical Line 14 minus Line 22B above).	\$ 178,196,525	
G. Authorized Control Level (Five-Year Historical Line 15)	\$ 61,438,908	
H. Would reporting the ACA assessment as of December 31, 2016 have triggered an RBC action level (YES/NO)?	NO	

Subsequent events have been considered through March 1, 2017 for the statutory statement issued on March 1, 2017. There were no other events occurring subsequent to December 31, 2016 requiring recognition or disclosure.

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**23. Reinsurance**

**A. Ceded Reinsurance Report**

**Section 1 - General Interrogatories**

1. Are any of the reinsurers that are listed in Schedule S as non-affiliated owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?

Yes ( ) No (X)

If yes, give full details.

2. Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled, directly or indirectly, by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

Yes ( ) No (X)

If yes, give full details.

**Section 2 - Ceded Reinsurance Report - Part A**

1. Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

Yes ( ) No (X)

If yes, give full details.

2. Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes ( ) No (X)

If yes, give full details.

**Section 3 - Ceded Reinsurance Report - Part B**

1. What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate.

N/A

NOTES TO FINANCIAL STATEMENTS

2. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Company as of the effective date of the agreement?

Yes ( ) No (X)

If yes, give full details.

**B. Uncollectible Reinsurance**

The Company has no uncollectible reinsurance at December 31, 2016 and 2015.

**C. Commutation of Ceded Reinsurance**

The Company has not commuted ceded reinsurance during 2016 and 2015.

**D. Certified Reinsurer Rating Downgraded or Status Subject Revocation**

The Company has no downgraded certified reinsurer ratings or status subject to revocations during 2016 and 2015.

**24. Retrospectively Rated Contracts & Contracts Subject to Redetermination**

- A.** The Company sells accident and health policies for which the premiums vary based on loss experience. The Company estimates retrospective premium adjustments through the review of each retrospectively rated account, comparing the claim development with that anticipated in the policy contracts.
- B.** The Company records accrued retrospective premium as an adjustment to earned premium.
- C.** 100% of the net premium written is subject to retrospective rating features.
- D.** In accordance with the NAIC Accounting Practices and Procedures Manual, medical loss ratio rebates in accordance with the Federal 2010 Patient Protection and Affordable Care Act and Public Health Service Act, are to be reported in accordance with SSAP No. 66 - *Retrospectively Rated Contracts* ("SSAP No. 66"). A retrospectively rated contract is one that has the final policy premium calculated based on the loss experience of the insured during the term of the policy (including loss development after the term of the policy) and the stipulated formula set forth in the policy, or in the case of medical loss ratio rebates, a formula required by law. The Company based the incurred and unpaid liability amounts reported below based on its underwriting experience; actuarial, tax, and accounting estimates and assumptions at the financial statement date; as well as regulations and guidance available that is not final and subject to change prior to settlement. Accordingly, the Company's use of estimates and assumptions in the preparation of the statutory based financial statements and related footnote disclosures may differ from actual results. Hence, the amounts reported herein are for financial reporting purposes solely and not intended to be used for settlement purposes.

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Medical loss ratio rebates accrued pursuant to the Public Health Service Act are as follows:

	1	2	3	4	5
	Individual	Small Group Employer	Large Group Employer	Other Categories with Rebates	Total
Prior Year Reporting:					
(1) Medical loss ratio rebates incurred	\$ —	\$ —	\$ —	\$ —	\$ —
(2) Medical loss ratio rebates paid	—	—	—	—	—
(3) Medical loss ratio rebates unpaid	—	—	—	—	—
(4) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	—
(5) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	—
(6) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ —
Current Reporting Year-to-Date					
(7) Medical loss ratio rebates incurred	\$ —	\$ —	\$ —	\$ —	\$ —
(8) Medical loss ratio rebates paid	—	—	—	—	—
(9) Medical loss ratio rebates unpaid	—	—	—	—	—
(10) Plus reinsurance assumed amounts	XXX	XXX	XXX	XXX	—
(11) Less reinsurance ceded amounts	XXX	XXX	XXX	XXX	—
(12) Rebates unpaid net of reinsurance	XXX	XXX	XXX	XXX	\$ —

**E. Risk-Sharing Provisions of the Affordable Care Act ("ACA")**

1. Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions (YES/NO)?   No  

2. Impact of Risk-Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year

Not applicable.

3. Roll-forward of prior year ACA risk-sharing provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance.

Not applicable.

4. Roll-forward of Risk Corridors Asset and Liability Balances by Program Benefit Year.

Not applicable.

5. ACA Risk Corridors Receivable as of Reporting Date.

Not applicable.

**25. Change in Incurred Claims and Claim Adjustment Expenses**

The estimated cost of claims and claim adjustment expense attributable to insured events of prior years increased by \$9,121,667 during 2016. This is approximately 4.8% of unpaid claims and claim adjustment expenses of \$189,814,443 as of December 31, 2015. The deficiency reflects the increases in estimated claims and claims adjustment expenses as a result of claims payment during the year, and as additional information is received regarding claims incurred prior to 2016. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claim adjustment expense.

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**26. Intercompany Pooling Arrangements**

Not applicable at December 31, 2016 and 2015.

**27. Structured Settlements**

Not applicable at December 31, 2016 and 2015.

**28. Health Care Receivables**

**A. Pharmaceutical Rebate Receivables**

Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
12/31/2016	\$ 2,100,092	\$ 1,227,902	\$ —	\$ —	\$ —
9/30/2016	2,024,088	2,074,651	—	—	—
6/30/2016	1,646,913	1,961,299	96,533	1,796,999	—
3/31/2016	1,385,914	1,522,101	—	1,394,606	81,389
12/31/2015	1,304,578	1,438,071	—	1,306,588	115,632
9/30/2015	1,276,565	1,363,738	—	1,284,828	65,807
6/30/2015	1,001,705	1,262,903	—	1,144,000	105,799
3/31/2015	1,095,437	828,511	—	747,292	55,592
12/31/2014	—	1,299,907	—	684,949	605,064
9/30/2014	—	1,188,173	—	650,539	537,970
6/30/2014	—	995,375	—	443,637	550,450
3/31/2014	—	896,260	—	379,640	516,589

**B. Risk Sharing Receivables**

Not applicable at December 31, 2016 and 2015.

**29. Participating Policies**

Not applicable at December 31, 2016 and 2015.

**30. Premium Deficiency Reserves**

1. Liability carried for premium deficiency reserves	\$ —
2. Date of the most recent evaluation of this liability	December 31, 2016
3. Was anticipated investment income utilized in the calculation?	Yes <u>      </u> No <u>      </u> X <u>      </u>

The Company had no liabilities related to premium deficiency reserves as of December 31, 2016 and 2015.

**31. Anticipated Salvage and Subrogation**

The Company took into account estimated anticipated subrogation and other recoveries in its determination of the liability for unpaid claims and reduced the liability by \$1,679,000 and \$1,220,000 at December 31, 2016 and 2015, respectively.

# GENERAL INTERROGATORIES

## PART 1 - COMMON INTERROGATORIES GENERAL

- 1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? ..... Yes [ X ] No [ ]  
If yes, complete Schedule Y, Parts 1, 1A and 2
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent, or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? ..... Yes [ X ] No [ ] N/A [ ]
- 1.3 State Regulating? ..... Tennessee
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? ..... Yes [ ] No [ X ]
- 2.2 If yes, date of change: .....
- 3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2014
- 3.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. .... 12/31/2014
- 3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). .... 03/04/2016
- 3.4 By what department or departments?  
State of Tennessee Department of Commerce and Insurance TennCare Division .....
- 3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? ..... Yes [ ] No [ ] N/A [ X ]
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [ X ] No [ ] N/A [ ]
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity), receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:  
4.11 sales of new business? ..... Yes [ ] No [ X ]  
4.12 renewals? ..... Yes [ ] No [ X ]
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:  
4.21 sales of new business? ..... Yes [ ] No [ X ]  
4.22 renewals? ..... Yes [ ] No [ X ]
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? ..... Yes [ ] No [ X ]
- 5.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.
- | 1<br>Name of Entity | 2<br>NAIC Company Code | 3<br>State of Domicile |
|---------------------|------------------------|------------------------|
|                     |                        |                        |
- 6.1 Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [ X ]
- 6.2 If yes, give full information: .....
- 7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? ..... Yes [ ] No [ X ]
- 7.2 If yes,  
7.21 State the percentage of foreign control; ..... %  
7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact; and identify the type of entity(s) (e.g., individual, corporation or government, manager or attorney in fact).

1 Nationality	2 Type of Entity

## GENERAL INTERROGATORIES

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.  
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ ] No [ X ]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?  
Ernst & Young LLP, 111 Monument Circle, Suite 2600, Indianapolis, IN 46204
- 10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? ..... Yes [ ] No [ X ]
- 10.2 If the response to 10.1 is yes, provide information related to this exemption:  
.....
- 10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 18A of the Model Regulation, or substantially similar state law or regulation? ..... Yes [ ] No [ X ]
- 10.4 If the response to 10.3 is yes, provide information related to this exemption:  
.....
- 10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? ..... Yes [ X ] No [ ] N/A [ ]
- 10.6 If the response to 10.5 is no or n/a, please explain  
.....
11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?  
Mark Justus, FSA, MAAA, Director and Actuary III (employee); 3350 Peachtree Road, Atlanta, GA 30326 .....
- 12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? ..... Yes [ ] No [ X ]
- 12.11 Name of real estate holding company ....
- 12.12 Number of parcels involved .....
- 12.13 Total book/adjusted carrying value ..... \$ .....
- 12.2 If, yes provide explanation:  
.....
- 13. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:**
- 13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?  
.....
- 13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? ..... Yes [ ] No [ ]
- 13.3 Have there been any changes made to any of the trust indentures during the year? ..... Yes [ ] No [ ]
- 13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? ..... Yes [ ] No [ ] N/A [ ]
- 14.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? ..... Yes [ X ] No [ ]
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 14.11 If the response to 14.1 is No, please explain:  
.....
- 14.2 Has the code of ethics for senior managers been amended? ..... Yes [ X ] No [ ]
- 14.21 If the response to 14.2 is yes, provide information related to amendment(s).  
The Anthem Standards of Ethical Business Conduct applies to all associates, management, officers and directors of Anthem. In June 2016 the code of conduct was revised for the following: a) updated Gift policy (offering) to address new Finance policy prohibiting offering gift cards, unless an approved wellness program; b) added a new section on Telephone Consumer Protection Act; c) added a new section on Non-discrimination under the Affordable Care Act (ACA) since we had a section on non-discrimination for government business. In July 2016 the code of conduct was revised for minor administrative changes regarding definitions of confidential information pertaining to associates' information as well as the certification at the end of the code. ....
- 14.3 Have any provisions of the code of ethics been waived for any of the specified officers? ..... Yes [ ] No [ X ]
- 14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).  
.....

## GENERAL INTERROGATORIES

- 15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? ..... Yes [ ] No [ X ]
- 15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount

### BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof? ..... Yes [ X ] No [ ]
17. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof? ..... Yes [ X ] No [ ]
18. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict with the official duties of such person? ..... Yes [ X ] No [ ]

### FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? ..... Yes [ ] No [ X ]
- 20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- |   |          |
|---|----------|
| 20.11 To directors or other officers.....               | \$ ..... |
| 20.12 To stockholders not officers.....                 | \$ ..... |
| 20.13 Trustees, supreme or grand (Fraternal Only) ..... | \$ ..... |
- 20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- |   |          |
|---|----------|
| 20.21 To directors or other officers.....               | \$ ..... |
| 20.22 To stockholders not officers.....                 | \$ ..... |
| 20.23 Trustees, supreme or grand (Fraternal Only) ..... | \$ ..... |
- 21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? ..... Yes [ ] No [ X ]
- 21.2 If yes, state the amount thereof at December 31 of the current year:
- |                                 |          |
|---------------------------------|----------|
| 21.21 Rented from others.....   | \$ ..... |
| 21.22 Borrowed from others..... | \$ ..... |
| 21.23 Leased from others .....  | \$ ..... |
| 21.24 Other .....               | \$ ..... |
- 22.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? ..... Yes [ ] No [ X ]
- 22.2 If answer is yes:
- |   |          |
|---|----------|
| 22.21 Amount paid as losses or risk adjustment \$ ..... | \$ ..... |
| 22.22 Amount paid as expenses .....                     | \$ ..... |
| 22.23 Other amounts paid .....                          | \$ ..... |
- 23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? ..... Yes [ X ] No [ ]
- 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: ..... \$ 992,230

### INVESTMENT

- 24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03)..... Yes [ X ] No [ ]
- 24.02 If no, give full and complete information relating thereto  
.....
- 24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided) Please see Notes 5H and 17. ....
- 24.04 Does the Company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? ..... Yes [ X ] No [ ] N/A [ ]
- 24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs. .... \$ 29,435,557
- 24.06 If answer to 24.04 is no, report amount of collateral for other programs. .... \$ .....
- 24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? ..... Yes [ X ] No [ ] N/A [ ]
- 24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? ..... Yes [ X ] No [ ] N/A [ ]
- 24.09 Does the reporting entity or the reporting entity 's securities lending agent utilize the Master Securities lending Agreement (MSLA) to conduct securities lending? ..... Yes [ X ] No [ ] N/A [ ]

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**GENERAL INTERROGATORIES**

24.10 For the reporting entity's security lending program state the amount of the following as December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 .....	\$ .....	29,450,999
24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 .....	\$ .....	29,435,557
24.103 Total payable for securities lending reported on the liability page .....	\$ .....	29,435,557

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03). ..... Yes [ X ] No [ ]

25.2 If yes, state the amount thereof at December 31 of the current year:

25.21 Subject to repurchase agreements .....	\$ .....
25.22 Subject to reverse repurchase agreements .....	\$ .....
25.23 Subject to dollar repurchase agreements .....	\$ .....
25.24 Subject to reverse dollar repurchase agreements .....	\$ .....
25.25 Placed under option agreements .....	\$ .....
25.26 Letter stock or securities restricted as to sale - excluding FHLB Capital Stock .....	\$ .....
25.27 FHLB Capital Stock .....	\$ .....
25.28 On deposit with states .....	\$ 18,707,100
25.29 On deposit with other regulatory bodies .....	\$ .....
25.30 Pledged as collateral - excluding collateral pledged to an FHLB .....	\$ .....
25.31 Pledged as collateral to FHLB - including assets backing funding agreements .....	\$ .....
25.32 Other .....	\$ .....

25.3 For category (25.26) provide the following:

1 Nature of Restriction	2 Description	3 Amount

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? ..... Yes [ ] No [ X ]

26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? ..... Yes [ ] No [ ] N/A [ X ]  
If no, attach a description with this statement.

27.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? ..... Yes [ ] No [ X ]

27.2 If yes, state the amount thereof at December 31 of the current year. .... \$ .....

28. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? ..... Yes [ X ] No [ ]

28.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
Bank of New York Mellon Corporation .....	One BNY Mellon Center Room 151-1035 Pittsburgh, PA 15258 .....

28.02 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year? ..... Yes [ ] No [ X ]

28.04 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

## GENERAL INTERROGATORIES

28.05 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
Deutsche Asset Management .....	U.....
McDonnell Investment Management, LLC .....	U.....
Western Asset Management .....	U.....

28.0597 For those firms/individuals listed in the table for Question 28.05, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets? ..... Yes  No

28.0598 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 28.05, does the total assets under management aggregate to more than 50% of the reporting entity's assets? ..... Yes  No

28.06 For those firms or individuals listed in the table for 28.05 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
105006 .....	Deutsche Asset Management .....	.....	Securities Exchange Commission .....	NO.....
113878 .....	McDonnell Investment Management, LLC .....	.....	Securities Exchange Commission .....	NO.....
110441 .....	Western Asset Management .....	.....	Securities Exchange Commission .....	NO.....

29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])? ..... Yes  No

29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 - Total		0

29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation
.....	.....	.....	.....

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds .....	444,252,441	451,486,813	7,234,372
30.2 Preferred stocks .....	0		0
30.3 Totals	444,252,441	451,486,813	7,234,372

30.4 Describe the sources or methods utilized in determining the fair values:  
Fair values were obtained from third-party pricing sources. If a security was not priced by a third-party pricing source, internal analytical systems or broker quotes were utilized. ....

31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? ..... Yes  No

31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? ..... Yes  No

31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:  
N/A .....

32.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed? ..... Yes  No

32.2 If no, list exceptions:  
N/A .....

**GENERAL INTERROGATORIES**

**OTHER**

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? .....\$ .....

33.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid

34.1 Amount of payments for legal expenses, if any? .....\$ .....783,683

34.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
Hogan Lovells .....	234,279

35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? .....\$ .....45,000

35.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
Civic Point (subsidiary of Frost Brown Todd, LLC) .....	45,000
Lobbying expenses disclosed reflect amounts reported in the Lobbyist Disclosure Reports filed with the Secretary of State. The amount may include expenses that may have been paid by an affiliate on behalf of the Company and, as a result, may not be included in the Underwriting Gain reported on page 4 of the 2016 Annual Statement. ....	

**GENERAL INTERROGATORIES**

**PART 2 - HEALTH INTERROGATORIES**

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? ..... Yes [ ] No [ X ]  
 1.2 If yes, indicate premium earned on U.S. business only. .... \$ \_\_\_\_\_  
 1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? ..... \$ \_\_\_\_\_  
 1.31 Reason for excluding

1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above ..... \$ \_\_\_\_\_  
 1.5 Indicate total incurred claims on all Medicare Supplement Insurance. .... \$ \_\_\_\_\_ 0

1.6 Individual policies: Most current three years:  
 1.61 Total premium earned ..... \$ \_\_\_\_\_ 0  
 1.62 Total incurred claims ..... \$ \_\_\_\_\_ 0  
 1.63 Number of covered lives ..... 0  
All years prior to most current three years:  
 1.64 Total premium earned ..... \$ \_\_\_\_\_ 0  
 1.65 Total incurred claims ..... \$ \_\_\_\_\_ 0  
 1.66 Number of covered lives ..... 0

1.7 Group policies: Most current three years:  
 1.71 Total premium earned ..... \$ \_\_\_\_\_ 0  
 1.72 Total incurred claims ..... \$ \_\_\_\_\_ 0  
 1.73 Number of covered lives ..... 0  
All years prior to most current three years:  
 1.74 Total premium earned ..... \$ \_\_\_\_\_ 0  
 1.75 Total incurred claims ..... \$ \_\_\_\_\_ 0  
 1.76 Number of covered lives ..... 0

2. Health Test:

	1 Current Year	2 Prior Year
2.1 Premium Numerator .....	1,968,923,691	1,682,022,317
2.2 Premium Denominator .....	1,968,923,691	1,682,022,317
2.3 Premium Ratio (2.1/2.2) .....	1.000	1.000
2.4 Reserve Numerator .....	263,603,146	192,206,298
2.5 Reserve Denominator .....	263,603,146	192,206,298
2.6 Reserve Ratio (2.4/2.5) .....	1.000	1.000

3.1 Has the reporting entity received any endowment or gift from contracting hospitals, physicians, dentists, or others that is agreed will be returned when, as and if the earnings of the reporting entity permits? ..... Yes [ ] No [ X ]

3.2 If yes, give particulars:

4.1 Have copies of all agreements stating the period and nature of hospitals', physicians', and dentists' care offered to subscribers and dependents been filed with the appropriate regulatory agency? ..... Yes [ X ] No [ ]

4.2 If not previously filed, furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered? ..... Yes [ ] No [ ]

5.1 Does the reporting entity have stop-loss reinsurance? ..... Yes [ ] No [ X ]

5.2 If no, explain:

The Plan became self funded with regulatory approval effective 7/1/13

5.3 Maximum retained risk (see instructions) 5.31 Comprehensive Medical ..... \$ \_\_\_\_\_  
5.32 Medical Only ..... \$ \_\_\_\_\_  
5.33 Medicare Supplement ..... \$ \_\_\_\_\_  
5.34 Dental & Vision ..... \$ \_\_\_\_\_  
5.35 Other Limited Benefit Plan ..... \$ \_\_\_\_\_  
5.36 Other ..... \$ \_\_\_\_\_

6. Describe arrangement which the reporting entity may have to protect subscribers and their dependents against the risk of insolvency including hold harmless provisions, conversion privileges with other carriers, agreements with providers to continue rendering services, and any other agreements:  
 Physician and hospital contracts contain provisions, including hold harmless agreements, to protect members and dependents against insolvency. ....

7.1 Does the reporting entity set up its claim liability for provider services on a service date basis? ..... Yes [ X ] No [ ]

7.2 If no, give details

8. Provide the following information regarding participating providers: 8.1 Number of providers at start of reporting year ..... 20,449  
8.2 Number of providers at end of reporting year ..... 24,146

9.1 Does the reporting entity have business subject to premium rate guarantees? ..... Yes [ ] No [ X ]

9.2 If yes, direct premium earned: 9.21 Business with rate guarantees between 15-36 months. \$ \_\_\_\_\_  
9.22 Business with rate guarantees over 36 months ..... \$ \_\_\_\_\_

## GENERAL INTERROGATORIES

- 10.1 Does the reporting entity have Incentive Pool, Withhold or Bonus Arrangements in its provider contracts? ..... Yes  No
- 10.2 If yes:
- |  |    |           |
|--|----|-----------|
| 10.21 Maximum amount payable bonuses.....          | \$ | 1,406,821 |
| 10.22 Amount actually paid for year bonuses.....   | \$ | 2,084,758 |
| 10.23 Maximum amount payable withholds.....        | \$ | .....     |
| 10.24 Amount actually paid for year withholds..... | \$ | .....     |
- 11.1 Is the reporting entity organized as:
- |   |   |  |
|---|---|--|
| 11.12 A Medical Group/Staff Model, .....                  | Yes <input type="checkbox"/>            | No <input checked="" type="checkbox"/> |
| 11.13 An Individual Practice Association (IPA), or, ..... | Yes <input type="checkbox"/>            | No <input checked="" type="checkbox"/> |
| 11.14 A Mixed Model (combination of above)? .....         | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/>            |
- 11.2 Is the reporting entity subject to Statutory Minimum Capital and Surplus Requirements? ..... Yes  No
- 11.3 If yes, show the name of the state requiring such minimum capital and surplus. .... Tennessee
- 11.4 If yes, show the amount required. .... \$ 122,785,888
- 11.5 Is this amount included as part of a contingency reserve in stockholder's equity? ..... Yes  No
- 11.6 If the amount is calculated, show the calculation  
See RBC calculation: Required is 200% of ACL

12. List service areas in which reporting entity is licensed to operate:

1 Name of Service Area
Grand Region Middle .....
Grand Region East .....
Grand Region West .....

- 13.1 Do you act as a custodian for health savings accounts? ..... Yes  No
- 13.2 If yes, please provide the amount of custodial funds held as of the reporting date. .... \$ .....
- 13.3 Do you act as an administrator for health savings accounts? ..... Yes  No
- 13.4 If yes, please provide the balance of funds administered as of the reporting date. .... \$ .....
- 14.1 Are any of the captive affiliates reported on Schedule S, Part 3, authorized reinsurers? ..... Yes  No  N/A
- 14.2 If the answer to 14.1 is yes, please provide the following:

1 Company Name	2 NAIC Company Code	3 Domiciliary Jurisdiction	4 Reserve Credit	Assets Supporting Reserve Credit		
				5 Letters of Credit	6 Trust Agreements	7 Other
.....	.....	.....	.....	.....	.....	.....

15. Provide the following for individual ordinary life insurance\* policies (U.S. business only) for the current year (prior to reinsurance assumed or ceded):
- |                                    |    |       |
|------------------------------------|----|-------|
| 15.1 Direct Premium Written .....  | \$ | ..... |
| 15.2 Total Incurred Claims .....   | \$ | ..... |
| 15.3 Number of Covered Lives ..... |    | ..... |

*Ordinary Life Insurance Includes
Term (whether full underwriting, limited underwriting, jet issue, "short form app")
Whole Life (whether full underwriting, limited underwriting, jet issue, "short form app")
Variable Life (with or without secondary gurantee)
Universal Life (with or without secondary gurantee)
Variable Universal Life (with or without secondary gurantee)

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**FIVE-YEAR HISTORICAL DATA**

	1 2016	2 2015	3 2014	4 2013	5 2012
<b>Balance Sheet</b> (Pages 2 and 3)					
1. Total admitted assets (Page 2, Line 28) .....	531,920,598	591,551,261	428,976,884	236,720,888	212,184,230
2. Total liabilities (Page 3, Line 24) .....	353,724,073	421,984,228	272,424,525	128,645,752	106,104,385
3. Statutory minimum capital and surplus requirement .....	122,785,888	104,759,436	61,407,788	17,514,536	17,323,202
4. Total capital and surplus (Page 3, Line 33) .....	178,196,525	169,567,033	156,552,359	108,075,136	106,079,845
<b>Income Statement</b> (Page 4)					
5. Total revenues (Line 8) .....	1,905,919,835	1,688,405,217	1,006,349,365	917,018,718	904,880,116
6. Total medical and hospital expenses (Line 18) .....	1,606,355,995	1,364,712,278	790,011,501	758,273,927	741,069,296
7. Claims adjustment expenses (Line 20) .....	111,525,223	113,679,238	58,402,435	48,550,186	25,706,479
8. Total administrative expenses (Line 21) .....	182,205,875	167,544,818	104,645,302	76,382,472	102,262,359
9. Net underwriting gain (loss) (Line 24) .....	5,832,742	42,468,883	53,290,127	33,812,133	35,841,982
10. Net investment gain (loss) (Line 27) .....	11,072,133	9,788,161	4,592,265	3,309,545	3,195,968
11. Total other income (Lines 28 plus 29) .....	(1,337)	0	0	0	0
12. Net income or (loss) (Line 32) .....	13,377,229	22,682,350	26,120,954	23,828,770	25,844,500
<b>Cash Flow</b> (Page 6)					
13. Net cash from operations (Line 11) .....	(69,116,547)	143,365,631	174,249,793	34,454,507	24,105,234
<b>Risk-Based Capital Analysis</b>					
14. Total adjusted capital .....	178,196,525	169,567,033	156,552,359	108,075,136	106,079,845
15. Authorized control level risk-based capital .....	61,438,908	52,379,718	30,703,894	29,633,751	28,849,673
<b>Enrollment</b> (Exhibit 1)					
16. Total members at end of period (Column 5, Line 7) .....	449,573	426,813	227,803	204,169	205,980
17. Total members months (Column 6, Line 7) .....	5,503,463	4,953,662	2,613,541	2,434,601	2,459,155
<b>Operating Percentage</b> (Page 4) (Item divided by Page 4, sum of Lines 2, 3 and 5) x 100.0					
18. Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5) .....	100.0	100.0	100.0	100.0	100.0
19. Total hospital and medical plus other non-health (Lines 18 plus Line 19) .....	84.3	80.8	78.5	82.7	81.9
20. Cost containment expenses .....	4.7	4.9	4.6	4.3	2.2
21. Other claims adjustment expenses .....	1.2	1.8	1.2	1.0	0.6
22. Total underwriting deductions (Line 23) .....	99.7	97.5	94.7	96.3	96.0
23. Total underwriting gain (loss) (Line 24) .....	0.3	2.5	5.3	3.7	4.0
<b>Unpaid Claims Analysis</b> (U&I Exhibit, Part 2B)					
24. Total claims incurred for prior years (Line 13, Col. 5) .....	182,615,200	67,775,814	70,552,666	56,843,744	55,909,454
25. Estimated liability of unpaid claims-[prior year (Line 13, Col. 6)] .....	183,519,316	80,594,767	74,879,521	72,970,673	78,888,748
<b>Investments In Parent, Subsidiaries and Affiliates</b>					
26. Affiliated bonds (Sch. D Summary, Line 12, Col. 1) .....				0	0
27. Affiliated preferred stocks (Sch. D Summary, Line 18, Col. 1) .....				0	0
28. Affiliated common stocks (Sch. D Summary, Line 24, Col. 1) .....				0	0
29. Affiliated short-term investments (subtotal included in Schedule DA Verification, Col. 5, Line 10) .....	0	0	0	0	0
30. Affiliated mortgage loans on real estate .....					
31. All other affiliated .....					
32. Total of above Lines 26 to 31 .....	0	0	0	0	0
33. Total investment in parent included in Lines 26 to 31 above.					

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors? Yes [ ] No [ ]  
 If no, please explain: .....



ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)**

REPORT FOR: 1. CORPORATION

AMERIGROUP Tennessee, Inc.

2. Nashville, TN

NAIC Group Code	0671	BUSINESS IN THE STATE OF	Tennessee		DURING THE YEAR					2016		(LOCATION)	
			Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10		
			2	3								NAIC Company Code	12941
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other			
<b>Total Members at end of:</b>													
1. Prior Year .....	426,813							7,734	419,079				
2. First Quarter .....	446,127							7,969	438,158				
3. Second Quarter .....	459,772							8,756	451,016				
4. Third Quarter .....	455,991							9,247	446,744				
5. Current Year	449,573							9,508	440,065				
6. Current Year Member Months	5,503,463							104,599	5,398,864				
<b>Total Member Ambulatory Encounters for Year:</b>													
7. Physician .....	2,725,626							154,073	2,571,553				
8. Non-Physician .....	3,346,631							121,886	3,224,745				
9. Total	6,072,257	0	0	0	0	0	0	275,959	5,796,298	0			
10. Hospital Patient Days Incurred	319,591							24,192	295,399				
11. Number of Inpatient Admissions	53,269							3,720	49,549				
12. Health Premiums Written (b) .....	1,968,923,691							111,746,180	1,857,177,511				
13. Life Premiums Direct	0												
14. Property/Casualty Premiums Written .....	0												
15. Health Premiums Earned .....	1,905,919,835							113,275,475	1,792,644,360				
16. Property/Casualty Premiums Earned	0												
17. Amount Paid for Provision of Health Care Services.....	1,597,956,259							90,252,994	1,507,703,265				
18. Amount Incurred for Provision of Health Care Services	1,606,355,995							92,843,496	1,513,512,499				

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ ..... 111,746,180

30.TN



ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)**

REPORT FOR: 1. CORPORATION

AMERIGROUP Tennessee, Inc.

2. Nashville, TN

NAIC Group Code	0671	BUSINESS IN THE STATE OF	(LOCATION)									
			Grand Total		DURING THE YEAR				2016		NAIC Company Code	12941
			1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other			
<b>Total Members at end of:</b>												
1. Prior Year	426,813	0	0	0	0	0	0	7,734	419,079	0		
2. First Quarter	446,127	0	0	0	0	0	0	7,969	438,158	0		
3. Second Quarter	459,772	0	0	0	0	0	0	8,756	451,016	0		
4. Third Quarter	455,991	0	0	0	0	0	0	9,247	446,744	0		
5. Current Year	449,573	0	0	0	0	0	0	9,508	440,065	0		
6. Current Year Member Months	5,503,463	0	0	0	0	0	0	104,599	5,398,864	0		
<b>Total Member Ambulatory Encounters for Year:</b>												
7. Physician	2,725,626	0	0	0	0	0	0	154,073	2,571,553	0		
8. Non-Physician	3,346,631	0	0	0	0	0	0	121,886	3,224,745	0		
9. Total	6,072,257	0	0	0	0	0	0	275,959	5,796,298	0		
10. Hospital Patient Days Incurred	319,591	0	0	0	0	0	0	24,192	295,399	0		
11. Number of Inpatient Admissions	53,269	0	0	0	0	0	0	3,720	49,549	0		
12. Health Premiums Written (b)	1,968,923,691	0	0	0	0	0	0	111,746,180	1,857,177,511	0		
13. Life Premiums Direct	0	0	0	0	0	0	0	0	0	0		
14. Property/Casualty Premiums Written	0	0	0	0	0	0	0	0	0	0		
15. Health Premiums Earned	1,905,919,835	0	0	0	0	0	0	113,275,475	1,792,644,360	0		
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0		
17. Amount Paid for Provision of Health Care Services	1,597,956,259	0	0	0	0	0	0	90,252,994	1,507,703,265	0		
18. Amount Incurred for Provision of Health Care Services	1,606,355,995	0	0	0	0	0	0	92,843,496	1,513,512,499	0		

(a) For health business: number of persons insured under PPO managed care products .....0 and number of persons insured under indemnity only products .....0 .

(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....111,746,180

30.GT

Schedule S - Part 1 - Section 2

**NONE**

Schedule S - Part 2

**NONE**

Schedule S - Part 3 - Section 2

**NONE**

Schedule S - Part 4

**NONE**

Schedule S - Part 4 - Bank Footnote

**NONE**

Schedule S - Part 5

**NONE**

Schedule S - Part 5 - Bank Footnote

**NONE**

Schedule S - Part 6

**NONE**

**SCHEDULE S - PART 7**

Restatement of Balance Sheet to Identify Net Credit For Ceded Reinsurance

	1 As Reported (net of ceded)	2 Restatement Adjustments	3 Restated (gross of ceded)
<b>ASSETS (Page 2, Col. 3)</b>			
1. Cash and invested assets (Line 12) .....	493,206,147		493,206,147
2. Accident and health premiums due and unpaid (Line 15) .....	12,075,962		12,075,962
3. Amounts recoverable from reinsurers (Line 16.1) .....			0
4. Net credit for ceded reinsurance .....	XXX	0	0
5. All other admitted assets (Balance) .....	26,638,488		26,638,488
6. Total assets (Line 28)	531,920,598	0	531,920,598
<b>LIABILITIES, CAPITAL AND SURPLUS (Page 3)</b>			
7. Claims unpaid (Line 1) .....	190,512,231		190,512,231
8. Accrued medical incentive pool and bonus payments (Line 2) .....	1,406,821		1,406,821
9. Premiums received in advance (Line 8) .....	191		191
10. Funds held under reinsurance treaties with authorized and unauthorized reinsurers (Line 19 first inset amount plus second inset amount) .....	0		0
11. Reinsurance in unauthorized companies (Line 20 minus inset amount) .....	0		0
12. Reinsurance with Certified Reinsurers (Line 20 inset amount) .....			0
13. Funds held under reinsurance treaties with Certified Reinsurers (Line 19 third inset amount) .....	0		0
14. All other liabilities (Balance) .....	161,804,830		161,804,830
15. Total liabilities (Line 24) .....	353,724,073	0	353,724,073
16. Total capital and surplus (Line 33) .....	178,196,525	XXX	178,196,525
17. Total liabilities, capital and surplus (Line 34)	531,920,598	0	531,920,598
<b>NET CREDIT FOR CEDED REINSURANCE</b>			
18. Claims unpaid .....	0		
19. Accrued medical incentive pool .....	0		
20. Premiums received in advance .....	0		
21. Reinsurance recoverable on paid losses .....	0		
22. Other ceded reinsurance recoverables .....	0		
23. Total ceded reinsurance recoverables .....	0		
24. Premiums receivable .....	0		
25. Funds held under reinsurance treaties with authorized and unauthorized reinsurers .....	0		
26. Unauthorized reinsurance .....	0		
27. Reinsurance with Certified Reinsurers .....	0		
28. Funds held under reinsurance treaties with Certified Reinsurers .....	0		
29. Other ceded reinsurance payables/offsets .....	0		
30. Total ceded reinsurance payables/offsets .....	0		
31. Total net credit for ceded reinsurance	0		

**SCHEDULE T PREMIUMS AND OTHER CONSIDERATIONS**

**Allocated by States and Territories**

States, etc.	1 Active Status	Direct Business Only								
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Plan Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts	
1. Alabama	AL	N							0	
2. Alaska	AK	N							0	
3. Arizona	AZ	N							0	
4. Arkansas	AR	N							0	
5. California	CA	N							0	
6. Colorado	CO	N							0	
7. Connecticut	CT	N							0	
8. Delaware	DE	N							0	
9. District of Columbia	DC	N							0	
10. Florida	FL	N							0	
11. Georgia	GA	N							0	
12. Hawaii	HI	N							0	
13. Idaho	ID	N							0	
14. Illinois	IL	N							0	
15. Indiana	IN	N							0	
16. Iowa	IA	N							0	
17. Kansas	KS	N							0	
18. Kentucky	KY	N							0	
19. Louisiana	LA	N							0	
20. Maine	ME	N							0	
21. Maryland	MD	N							0	
22. Massachusetts	MA	N							0	
23. Michigan	MI	N							0	
24. Minnesota	MN	N							0	
25. Mississippi	MS	N							0	
26. Missouri	MO	N							0	
27. Montana	MT	N							0	
28. Nebraska	NE	N							0	
29. Nevada	NV	N							0	
30. New Hampshire	NH	N							0	
31. New Jersey	NJ	N							0	
32. New Mexico	NM	N							0	
33. New York	NY	N							0	
34. North Carolina	NC	N							0	
35. North Dakota	ND	N							0	
36. Ohio	OH	N							0	
37. Oklahoma	OK	N							0	
38. Oregon	OR	N							0	
39. Pennsylvania	PA	N							0	
40. Rhode Island	RI	N							0	
41. South Carolina	SC	N							0	
42. South Dakota	SD	N							0	
43. Tennessee	TN	L	111,746,180	1,857,177,511				1,968,923,691		
44. Texas	TX	N							0	
45. Utah	UT	N							0	
46. Vermont	VT	N							0	
47. Virginia	VA	N							0	
48. Washington	WA	N							0	
49. West Virginia	WV	N							0	
50. Wisconsin	WI	N							0	
51. Wyoming	WY	N							0	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CAN	N							0	
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	0	111,746,180	1,857,177,511	0	0	0	1,968,923,691	0	0
60. Reporting entity contributions for Employee Benefit Plans	XXX							0		
61. Total (Direct Business)	(a) 1	0	111,746,180	1,857,177,511	0	0	0	1,968,923,691	0	0
DETAILS OF WRITE-INS										
58001.	XXX									
58002.	XXX									
58003.	XXX									
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0	0	0	0
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

Explanation of basis of allocation by states, premiums by state, etc.

No allocation because licensed in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

**SCHEDULE T - PART 2  
INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN**

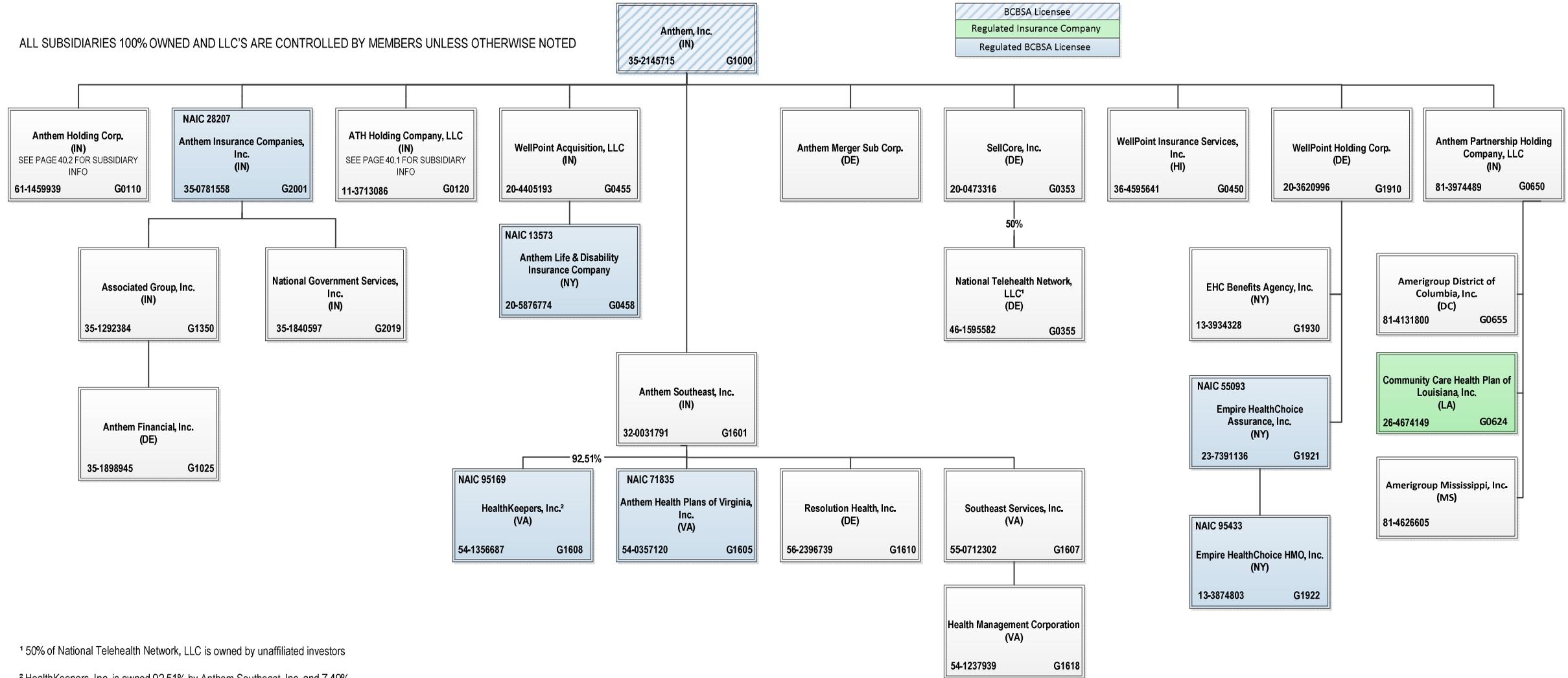
Allocated by States and Territories

States, Etc.	Direct Business Only					Totals
	1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA					
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CAN					
58. Aggregate Other Alien	OT					
59. Total						

**NONE**

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED



<sup>1</sup> 50% of National Telehealth Network, LLC is owned by unaffiliated investors

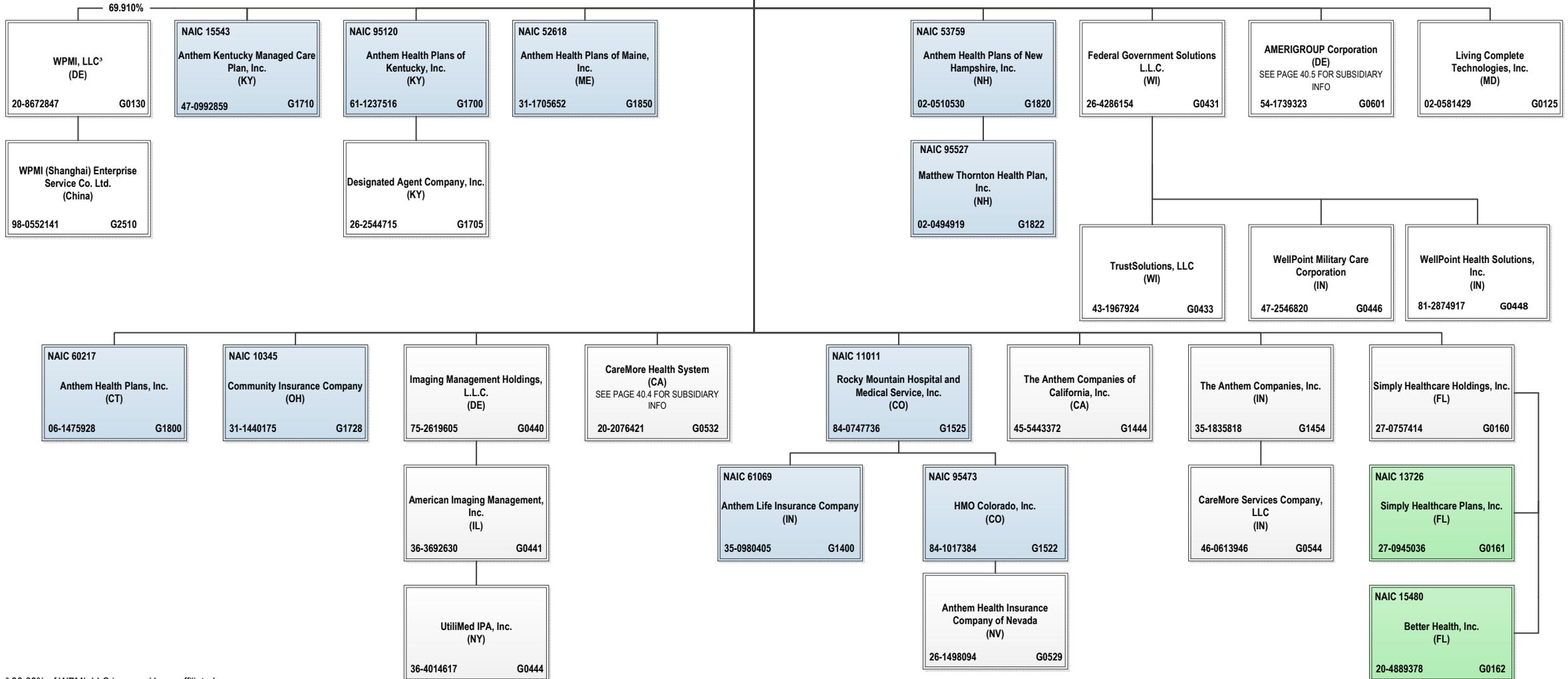
<sup>2</sup> HealthKeepers, Inc. is owned 92.51% by Anthem Southeast, Inc. and 7.49% by UNICARE National Services, Inc.

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

ATH Holding Company, LLC  
 (IN)  
 See Page 40 for Parent Info  
 11-3713086 G0120

BCBSA Licensee  
 Regulated Insurance Company  
 Regulated BCBSA Licensee

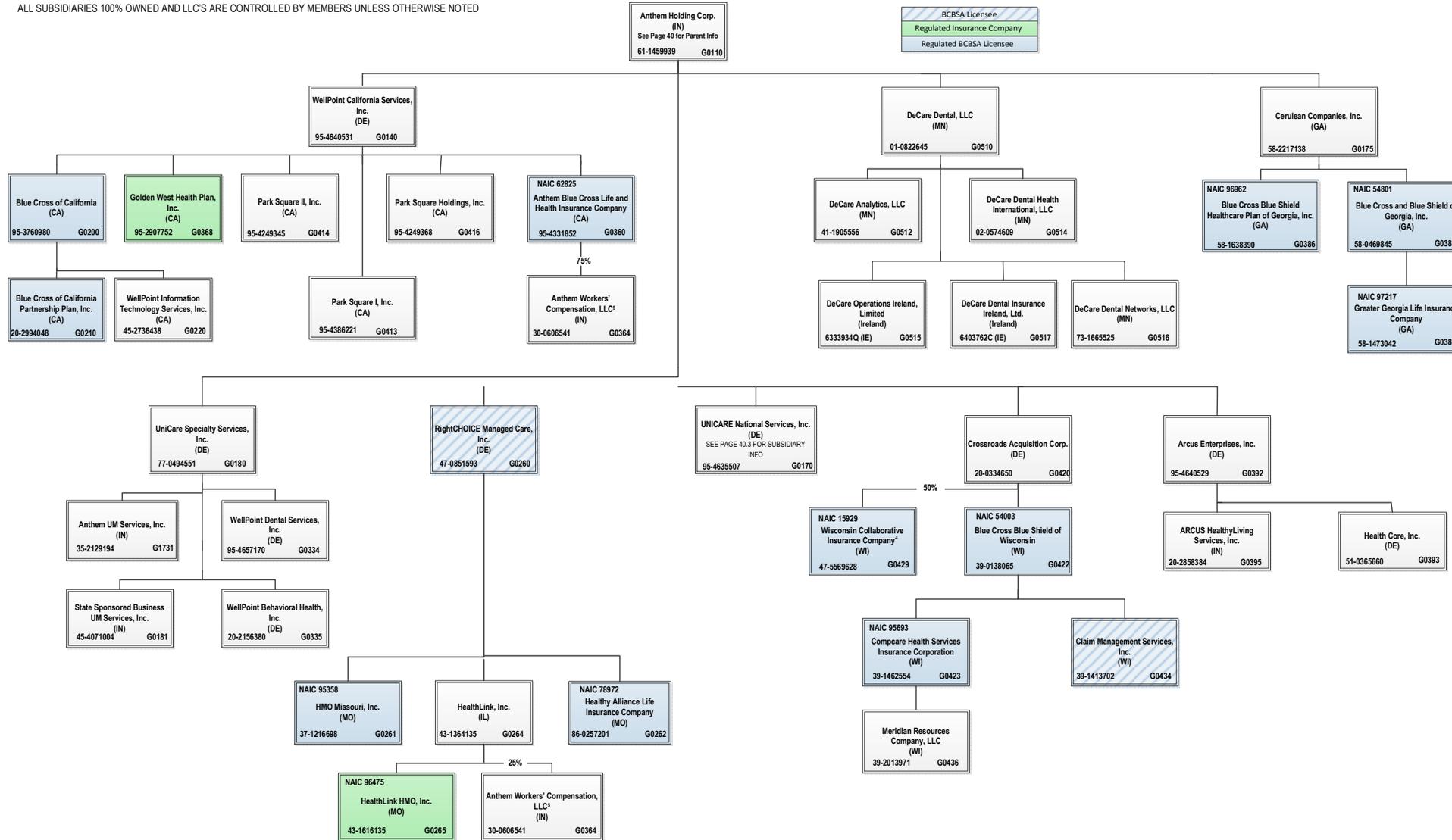


<sup>3</sup> 30.09% of WPMI, LLC is owned by unaffiliated investors

40.1

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED



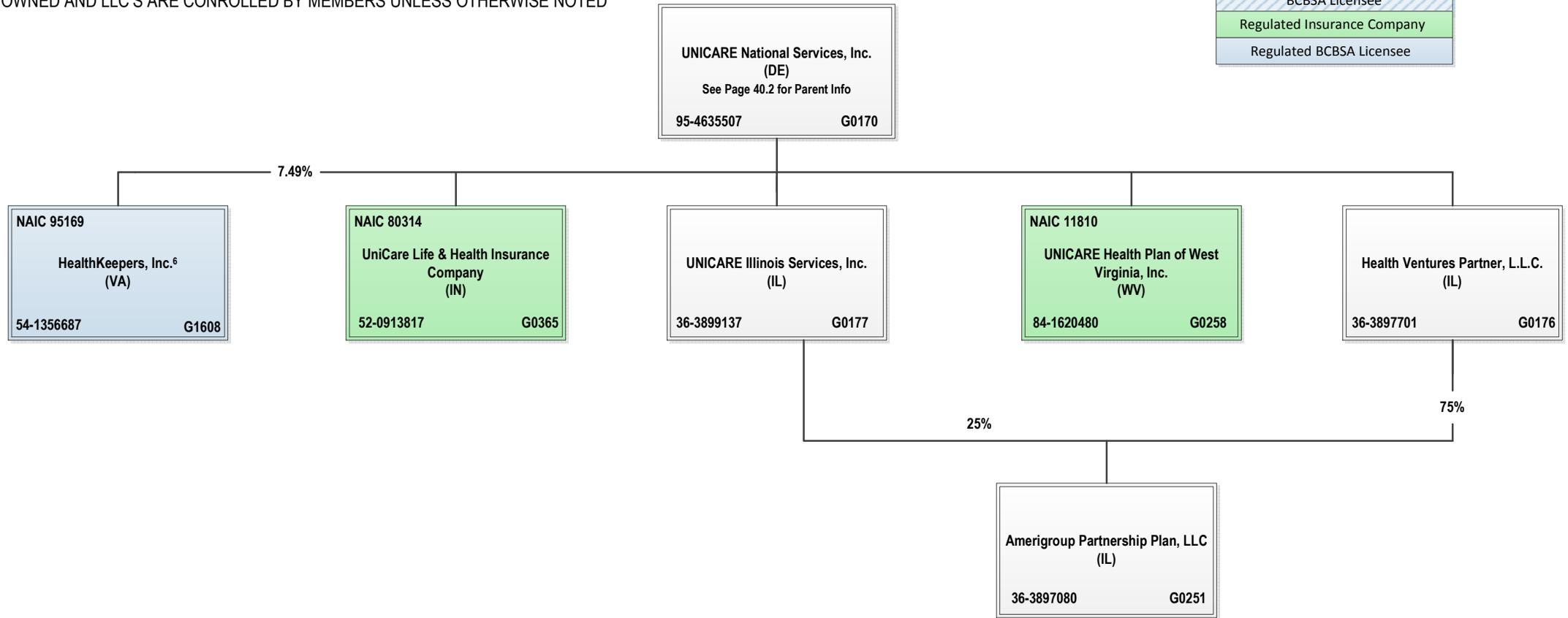
<sup>4</sup> 50% of WCIC is owned by an unaffiliated investor.

<sup>5</sup> Anthem Workers' Compensation LLC is owned 75% by Anthem Blue Cross Life and Health Insurance Company and 25% by HealthLink, Inc.

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee

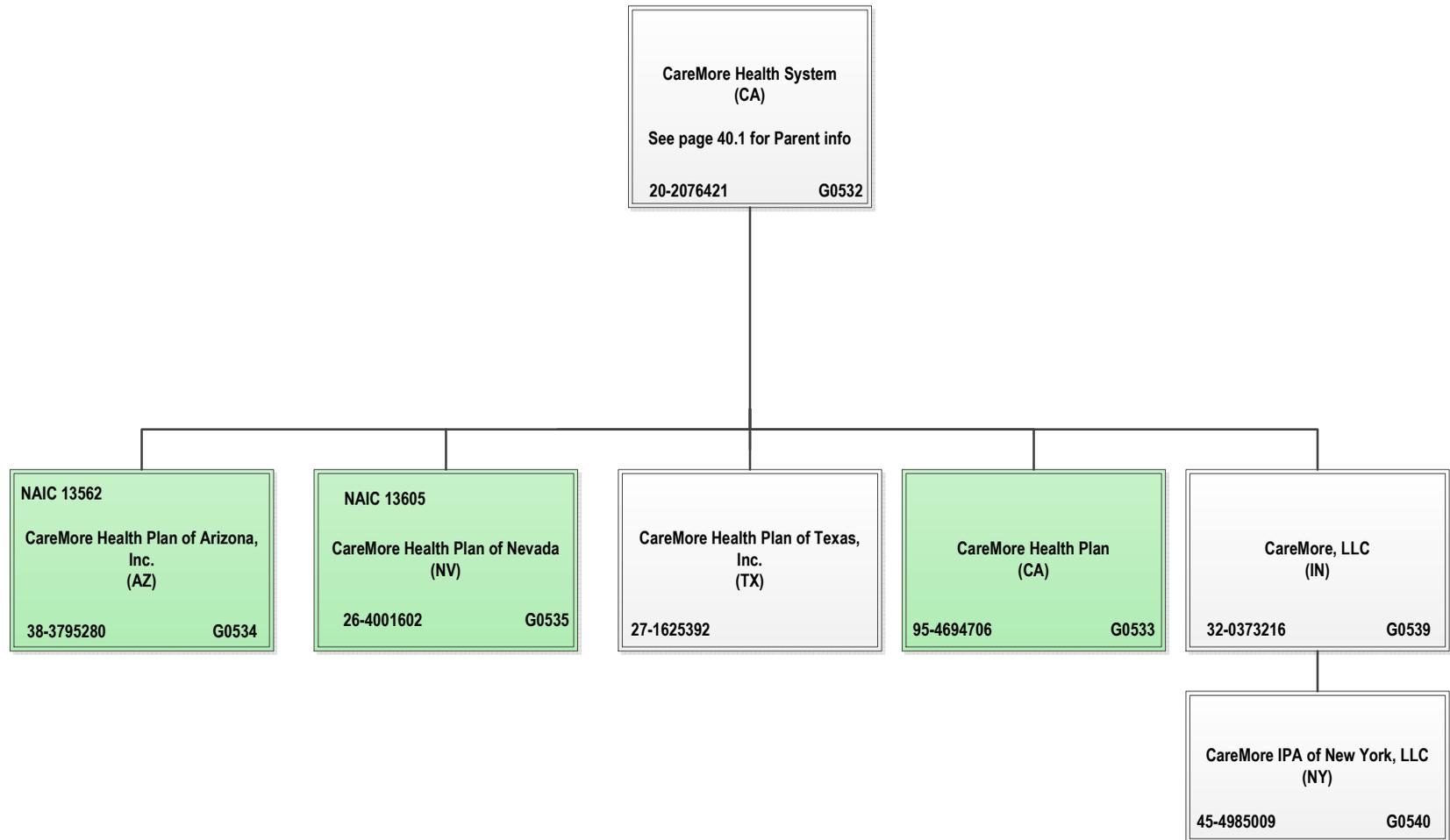


<sup>6</sup> HealthKeepers, Inc. is owned 92.51% by Anthem Southeast, Inc. and 7.49% by UNICARE National Services, Inc.

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

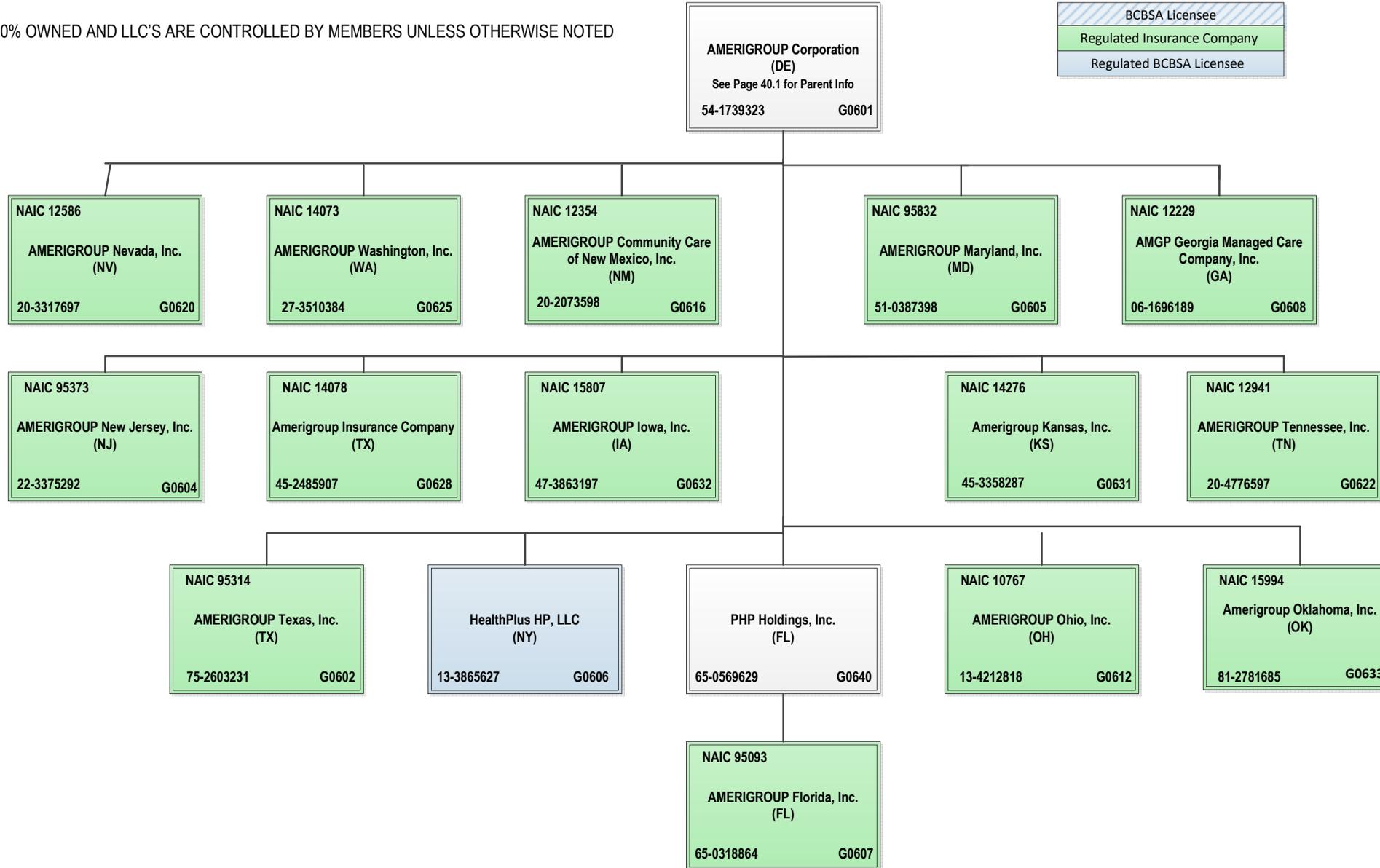
BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART**

ALL SUBSIDIARIES 100% OWNED AND LLC'S ARE CONTROLLED BY MEMBERS UNLESS OTHERWISE NOTED

BCBSA Licensee
Regulated Insurance Company
Regulated BCBSA Licensee



40.5

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
.0671	Anthem, Inc.		36-3692630				American Imaging Management, Inc. AMERIGROUP Community Care of New Mexico, Inc.	IL	NIA	Imaging Management Holdings, L.L.C.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12354	20-2073598				AMERIGROUP Corporation	NM	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		54-1739323				AMERIGROUP Corporation	DE	UDP	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-4131800				Amerigroup District of Columbia, Inc.	DC	NIA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95093	65-0318864				AMERIGROUP Florida, Inc.	FL	IA	PHP Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14078	45-2485907				Amerigroup Insurance Company	TX	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15807	47-3863197				AMERIGROUP Iowa, Inc.	IA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14276	45-3358287				Amerigroup Kansas, Inc.	KS	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95832	51-0387398				AMERIGROUP Maryland, Inc.	MD	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-4626605				Amerigroup Mississippi, Inc.	MS	NIA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12586	20-3317697				AMERIGROUP Nevada, Inc.	NV	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95373	22-3375292				AMERIGROUP New Jersey, Inc.	NJ	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	10767	13-4212818				AMERIGROUP Ohio, Inc.	OH	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15994	81-2781685				AMERIGROUP Oklahoma, Inc.	OK	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897080				Amerigroup Partnership Plan, LLC	IL	NIA	Health Ventures Partner, L.L.C.	Ownership	75.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897080				Amerigroup Partnership Plan, LLC	IL	NIA	UNICARE Illinois Services, Inc.	Ownership	25.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12941	20-4776597				AMERIGROUP Tennessee, Inc.	TN	RE	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95314	75-2603231				AMERIGROUP Texas, Inc.	TX	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14073	27-3510384				AMERIGROUP Washington, Inc.	WA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	12229	06-1696189				AMGP Georgia Managed Care Company, Inc. Anthem Blue Cross Life and Health Insurance Company	GA	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	62825	95-4331852				Anthem Financial, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1898945				Anthem Health Insurance Company of Nevada	DE	NIA	Associated Group, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-1498094				Anthem Health Plans of Kentucky, Inc.	NV	NIA	HMO Colorado, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95120	61-1237516				Anthem Health Plans of Kentucky, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	Y	0108
.0671	Anthem, Inc.	52618	31-1705652				Anthem Health Plans of Maine, Inc.	ME	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	53759	02-0510530				Anthem Health Plans of New Hampshire, Inc.	NH	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	71835	54-0357120	40003317			Anthem Health Plans of Virginia, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	60217	06-1475928				Anthem Health Plans, Inc.	CT	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		61-1459339				Anthem Holding Corp.	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-2145715		6324	New York Stock Exchange (NYSE)	Anthem, Inc.	IN	UIP	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	28207	35-0781558				Anthem Insurance Companies, Inc.	IN	IA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	Y	
.0671	Anthem, Inc.	15543	47-0992859				Anthem Kentucky Managed Care Plan, Inc.	KY	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13573	20-5876774				Anthem Life & Disability Insurance Company	NY	IA	WellPoint Acquisition, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	61069	35-0980405				Anthem Life Insurance Company	IN	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-3974489				Anthem Merger Sub Corp.	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		32-0031791				Anthem Partnership Holding Company, LLC	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-2129194				Anthem Southeast, Inc.	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		30-0606541				Anthem UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		30-0606541				Anthem Workers' Compensation, LLC	IN	NIA	Anthem Blue Cross Life and Health Insurance Company	Ownership	75.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4640529				Anthem Workers' Compensation, LLC	IN	NIA	HealthLink, Inc.	Ownership	25.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-2858384				Arcus Enterprises, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1292384				ARCUS HealthLiving Services, Inc.	IN	NIA	Arcus Enterprises, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		11-3713086				Associated Group, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15480	20-4889378				ATH Holding Company, LLC	IN	UIP	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	54801	58-0469845				Better Health, Inc.	FL	IA	Simply Healthcare Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	96962	58-1638390				Blue Cross and Blue Shield of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	54003	39-0138065				Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	GA	IA	Cerulean Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.						Blue Cross Blue Shield of Wisconsin	WI	IA	Crossroads Acquisition Corp.	Ownership	100.000	Anthem, Inc.	Y	0108

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
.0671	Anthem, Inc.		95-3760980				Blue Cross of California	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	.0101
.0671	Anthem, Inc.		20-2994048				Blue Cross of California Partnership Plan, Inc.	CA	IA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	N	.0102
.0671	Anthem, Inc.		95-4694706				CareMore Health Plan	CA	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	.0103
.0671	Anthem, Inc.	13562	38-3795280				CareMore Health Plan of Arizona, Inc.	AZ	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13605	26-4001602				CareMore Health Plan of Nevada	NV	IA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		27-1625392				CareMore Health Plan of Texas, Inc.	TX	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-4985009				CareMore IPA of New York, LLC	NY	NIA	CareMore, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		32-0373216				CareMore, LLC	IN	NIA	CareMore Health System	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-2076421				CareMore Health System	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		46-0613946				CareMore Services Company, LLC	IN	NIA	The Anthem Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		58-2217138				Cerulean Companies, Inc.	GA	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		39-1413702				Claim Management Services, Inc.	WI	NIA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	14064	26-4674149				Community Care Health Plan of Louisiana, Inc.	LA	IA	Anthem Partnership Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		31-1440175				Community Insurance Company	OH	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95693	39-1462554				CompCare Health Services Insurance Corporation	WI	IA	Blue Cross Blue Shield of Wisconsin	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-0334650				Crossroads Acquisition Corp.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		41-1905556				DeCare Analytics, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		02-0574609				DeCare Dental Health International, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		73-1665525				DeCare Dental Insurance Ireland, Ltd.	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		01-0822645				DeCare Dental Networks, LLC	MN	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		01-0822645				DeCare Dental, LLC	MN	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-2544715				DeCare Operations Ireland, Limited	JRL	NIA	DeCare Dental, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		13-3934328				Designated Agent Company, Inc.	KY	NIA	Anthem Health Plans of Kentucky, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	55093	23-7391136				EHC Benefits Agency, Inc.	NY	NIA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95433	13-3874803				Empire HealthChoice Assurance, Inc.	NY	IA	WellPoint Holding Corp	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		26-4286154				Empire HealthChoice HMO, Inc.	NY	IA	Empire HealthChoice Assurance, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-2907752				Federal Government Solutions, LLC	WI	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		58-1473042				Golden West Health Plan, Inc.	CA	IA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	.0104
.0671	Anthem, Inc.	97217	51-0365660				Greater Georgia Life Insurance Company	GA	IA	Blue Cross and Blue Shield of Georgia, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		54-1237939				Health Core, Inc.	DE	NIA	Arcus Enterprises, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3897701				Health Management Corporation	VA	NIA	Southeast Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95169	54-1356687				Health Ventures Partner, L.L.C.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95169	54-1356687				HealthKeepers, Inc.	VA	IA	Anthem Southeast, Inc.	Ownership	92.510	Anthem, Inc.	N	
.0671	Anthem, Inc.	96475	43-1616135				HealthKeepers, Inc.	VA	IA	UNICARE National Services, Inc.	Ownership	7.490	Anthem, Inc.	N	
.0671	Anthem, Inc.		43-1364135				HealthLink HMO, Inc.	MO	IA	HealthLink, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		13-3865627				HealthLink, Inc.	IL	NIA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	78972	86-0257201				HealthPlus HP, LLC	NY	IA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	.0100
.0671	Anthem, Inc.	95473	84-1017384				Healthy Alliance Life Insurance Company	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95358	37-1216698				HMO Colorado, Inc.	CO	IA	Rocky Mountain Hospital and Medical Service, Inc.	Ownership	100.000	Anthem, Inc.	Y	.0108
.0671	Anthem, Inc.		75-2619605				HMO Missouri, Inc.	MO	IA	RightCHOICE Managed Care, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		02-0581429				Imaging Management Holdings, L.L.C.	DE	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	95527	02-0494919				Living Complete Technologies, Inc.	MD	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		39-2013971				Matthew Thornton Health Plan, Inc.	NH	IA	Anthem Health Plans of New Hampshire, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1840597				Meridian Resource Company, LLC	WI	NIA	CompCare Health Services Insurance Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		46-1595582				National Government Services, Inc.	IN	NIA	Anthem Insurance Companies, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4249368				National Telehealth Network, LLC	DE	NIA	Sellcore, Inc.	Ownership	50.000	Anthem, Inc.	N	.0105
.0671	Anthem, Inc.						Park Square Holdings, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	

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ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Y/N)	*
.0671	Anthem, Inc.		95-4386221				Park Square I, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4249345				Park Square II, Inc.	CA	NIA	WellPoint California Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		65-0569629				PHP Holdings, Inc.	FL	NIA	AMERIGROUP Corporation	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		56-2396739				Resolution Health, Inc.	DE	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		47-0851593				RightCHOICE Managed Care, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	11011	84-0747736				Rocky Mountain Hospital and Medical Service, Inc.	CO	IA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-0473316				SellCore, Inc.	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		27-0757414				Simply Healthcare Holdings, Inc.	FL	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	13726	27-0945036				Simply Healthcare Plans, Inc.	FL	IA	Simply Healthcare Holdings, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		55-0712302				Southeast Services, Inc.	VA	NIA	Anthem Southeast, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-4071004				State Sponsored Business UM Services, Inc.	IN	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		35-1835818				The Anthem Companies, Inc.	IN	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-5443372				The Anthem Companies of California, Inc.	CA	NIA	ATH Holding Company, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		43-1967924				TrustSolutions, LLC	WI	NIA	Government Health Services, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	11810	84-1620480				UNICARE Health Plan of West Virginia, Inc.	WV	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-3899137				UNICARE Illinois Services, Inc.	IL	NIA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	80314	52-0913817				UNICARE Life & Health Insurance Company	IN	IA	UNICARE National Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4635507				UNICARE National Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		77-0494551				UNICARE Specialty Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-4014617				Utilimed IPA, Inc.	NY	NIA	American Imaging Management, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-4405193				WellPoint Acquisition, LLC	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-2156380				WellPoint Behavioral Health, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4640531				WellPoint California Services, Inc.	DE	NIA	Anthem Holding Corp.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		95-4657170				WellPoint Dental Services, Inc.	DE	NIA	UNICARE Specialty Services, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		81-2874917				WellPoint Health Solutions, Inc.	DE	NIA	Federal Government Solutions, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-3620996				WellPoint Holding Corp	DE	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		45-2736438				WellPoint Information Technology Services, Inc.	CA	NIA	Blue Cross of California	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		36-4595641				WellPoint Insurance Services, Inc.	IN	NIA	Anthem, Inc.	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		47-2546820				WellPoint Military Care Corporation	IN	NIA	Government Health Services, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.	15929	47-5569628				Wisconsin Collaborative Insurance Company	WI	IA	Crossroads Acquisition Corp.	Ownership	50.000	Anthem, Inc.	N	0107
.0671	Anthem, Inc.		98-0552141				WPMI (Shanghai) Enterprise Service Co. Ltd.	CHN	NIA	WPMI, LLC	Ownership	100.000	Anthem, Inc.	N	
.0671	Anthem, Inc.		20-8672847				WPMI, LLC	DE	NIA	ATH Holding Company, LLC	Ownership	69.910	Anthem, Inc.	N	0106

Asterisk	Explanation
0100	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the New York State Department of Health.
0101	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0102	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0103	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0104	Insurer is deemed to be an insurance affiliate in column 10, but does not have an NAIC Company Code in column 3 because it is regulated by the California Department of Managed Health Care.
0105	50% owned by unaffiliated investors
0106	30.09% owned by unaffiliated investors
0107	50% owned by an unaffiliated investor
0108	Received exemption from domestic regulator

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE Y**

**PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES**

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	36-3692630	American Imaging Management, Inc.					(45,143,273)				(45,143,273)	
12354	20-2073598	AMERIGROUP Community Care of New Mexico, Inc.					(2,376,606)				(2,376,606)	
	54-1739323	AMERIGROUP Corporation					(23,463,877)				(23,463,877)	
95093	65-0318864	AMERIGROUP Florida, Inc.		10,000,000			(138,420,433)				(128,420,433)	
14078	45-2485907	AMERIGROUP Insurance Company					(46,993,561)				(46,993,561)	
15807	47-3863197	AMERIGROUP Iowa, Inc.		250,000,000			(78,378,221)				171,621,779	
14276	45-3358287	AMERIGROUP Kansas, Inc.					(74,340,938)				(74,340,938)	
95832	51-0387398	AMERIGROUP Maryland, Inc.	(20,000,000)				(121,837,959)				(141,837,959)	
12586	20-3317697	AMERIGROUP Nevada, Inc.					(61,302,699)				(61,302,699)	
95373	22-3375292	AMERIGROUP New Jersey, Inc.	(50,000,000)				(145,692,060)				(195,692,060)	
10767	13-4212818	AMERIGROUP Ohio Inc					(469,933)				(469,933)	
	36-3897080	AMERIGROUP Partnership Plan, LLC					(26,852,245)				(26,852,245)	
12941	20-4776597	AMERIGROUP Tennessee, Inc.					(190,076,813)				(190,076,813)	
95314	75-2603231	AMERIGROUP Texas, Inc.	(30,000,000)				(404,082,715)				(434,082,715)	
14073	27-3510384	AMERIGROUP Washington, Inc.	(12,000,000)				(68,215,341)				(80,215,341)	
12229	06-1696189	AMGP Georgia Managed Care Company, Inc.	(15,000,000)				(142,727,809)				(157,727,809)	
62825	95-4331852	Anthem Blue Cross Life and Health Insurance Company, Inc.	(235,600,000)				(941,956,611)	(983,470)			(1,178,540,081)	1,511,335
95120	61-1237516	Anthem Health Plans of Kentucky, Inc.	(95,000,000)				(391,288,399)				(486,288,399)	
52618	31-1705652	Anthem Health Plans of Maine, Inc.	(22,100,000)				(111,362,268)				(133,462,268)	
53759	02-0510530	Anthem Health Plans of New Hampshire, Inc.	(10,000,000)				(50,981,912)				(60,981,912)	
71835	54-0357120	Anthem Health Plans of Virginia, Inc.	(216,100,000)				(614,651,485)	10,369,959			(820,381,526)	(4,585,268)
60217	06-1475928	Anthem Health Plans, Inc.	(91,800,000)				(304,498,539)				(396,298,539)	
28207	35-0781558	Anthem Insurance Companies, Inc.	(325,000,000)				(1,254,634,382)	11,067,248			(1,568,567,134)	(1,644,166)
15543	47-0992859	Anthem Kentucky Managed Care Plan, Inc.					(64,835,810)				(64,835,810)	
13573	20-5876774	Anthem Life and Disability Insurance Company					(1,071,963)				(1,071,963)	
61069	35-0980405	Anthem Life Insurance Company	(18,900,000)				(35,571,292)	17,800,662			(36,670,630)	(23,079,605)
	35-2145715	Anthem, Inc.	2,611,100,000	(300,000,000)			6,354,566,658				8,665,666,658	
	11-3713086	ATH Holding Company, LLC					(41,675,909)				(41,675,909)	
15480	20-4889378	Better Health, Inc.					(40,459,168)				(40,459,168)	
54801	58-0469845	Blue Cross and Blue Shield of Georgia, Inc.	(73,600,000)				(352,736,642)				(426,336,642)	
96962	58-1638390	Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.	(25,700,000)				(401,841,849)				(427,541,849)	
54003	39-0138065	Blue Cross Blue Shield of Wisconsin	(60,000,000)				(137,431,914)				(197,431,914)	
	95-3760980	Blue Cross of California	(425,000,000)				(1,318,129,334)				(1,743,129,334)	
	20-2994048	Blue Cross of California Partnership Plan, Inc.					(332,338,749)				(332,338,749)	
	95-4694706	Caremore Health Plan	(50,000,000)				(187,480,869)				(237,480,869)	
13562	38-3975280	Caremore Health Plan of Arizona, Inc.					(36,300,363)				(36,300,363)	
13605	26-4001602	Caremore Health Plan of Nevada					(21,134,855)				(21,134,855)	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE Y**

**PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES**

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	32-0373216	Caremore, LLC					(11,857,052)				(11,857,052)	
14064	26-4674149	Community Care Health Plan of Louisiana, Inc.		20,000,000			(69,006,060)				(49,006,060)	
10345	31-1440175	Community Insurance Company	(266,200,000)				(911,412,383)				(1,177,612,383)	
95693	39-1462554	Compcare Health Services Insurance Corporation	(10,000,000)				(92,054,648)				(102,054,648)	
	01-0822645	DeCare Dental, LLC					(45,567,014)				(45,567,014)	
55093	23-7391136	Empire HealthChoice Assurance, Inc.	(250,000,000)				(528,256,823)				(778,256,823)	
95433	13-3874803	Empire HealthChoice HMO, Inc.					(122,558,319)				(122,558,319)	
	95-2907752	Golden West Health Plan, Inc.					(790,279)				(790,279)	
97217	58-1473042	Greater Georgia Life Insurance Company					(7,681,353)				(7,681,353)	
	51-0365660	Health Core, Inc.					(21,346,159)				(21,346,159)	
95169	54-1356687	HealthKeepers, Inc.	(35,000,000)	15,000,000			(388,403,745)	(10,369,959)			(418,773,704)	4,585,268
96475	43-1616135	HealthLink HMO, Inc.	(10,000,000)				5,219,475				(4,780,525)	
	43-1364135	HealthLink, Inc.					(60,489,216)				(60,489,216)	
	13-3865627	HealthPlus LLC					(300,587,736)				(300,587,736)	
78972	86-0257201	Healthy Alliance Life Insurance Company	(105,200,000)				(294,007,288)				(399,207,288)	
95473	84-1017384	HMO Colorado, Inc.		15,000,000			(40,662,843)				(25,662,843)	
95358	37-1216698	HMO Missouri, Inc.	(800,000)				(18,848,458)				(19,648,458)	
	98-0408753	HTH Re, LTD						983,470			983,470	(1,511,335)
95527	02-0494919	Matthew Thornton Health Plan, Inc.	(30,000,000)				(75,499,873)				(105,499,873)	
	35-1840597	National Government Services, Inc.					(20,169,845)				(20,169,845)	
	47-0851593	RightCHOICE Managed Care, Inc.					(22,510,682)				(22,510,682)	
11011	84-0747736	Rocky Mountain Hospital and Medical Service, Inc.	(78,100,000)	(15,000,000)			(257,720,740)				(350,820,740)	
13726	27-0945036	Simply Healthcare Plans, Inc.					(140,514,747)				(140,514,747)	
	45-5443372	The Anthem Companies of California, Inc.					146,341,009				146,341,009	
	35-1835818	The Anthem Companies, Inc.					4,887,345,537				4,887,345,537	
11810	84-1620480	UNICARE Health Plan of West Virginia, Inc.					(43,128,585)				(43,128,585)	
80314	52-0913817	UNICARE Life & Health Insurance Company	(50,000,000)				(48,109,062)	(28,867,910)			(126,976,972)	24,723,771
	45-2736438	WellPoint Information Technology Services									349,756,226	
	47-2546820	WellPoint Military Care Corporation					(7,365,246)				(7,365,246)	
15929	47-5569628	Wisconsin Collaborative Insurance Company		5,000,000			(3,923,953)				1,076,047	
9999999	Control Totals		0	0	0	0	0	0	XXX	0	0	0

42.1

# SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Responses
<b>MARCH FILING</b>	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1? .....	YES
2. Will an actuarial opinion be filed by March 1? .....	YES
3. Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?.....	YES
4. Will the confidential Risk-based Capital Report be filed with the state of domicile, if required, by March 1?.....	YES
<b>APRIL FILING</b>	
5. Will Management's Discussion and Analysis be filed by April 1? .....	YES
6. Will the Supplemental Investment Risks Interrogatories be filed by April 1? .....	YES
7. Will the Accident and Health Policy Experience Exhibit be filed by April 1? .....	YES
<b>JUNE FILING</b>	
8. Will an audited financial report be filed by June 1? .....	YES
9. Will Accountant's Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1? .....	YES
<b>AUGUST FILING</b>	
10. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? .....	YES

The following supplemental reports are required to be filed as part of your annual statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

<b>MARCH FILING</b>	
11. Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1? .....	NO
12. Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC? .....	NO
13. Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC?.....	NO
14. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?.....	NO
15. Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 on Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
16. Will the actuarial opinion on non-guaranteed elements as required in Interrogatory 3 to Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
17. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?.....	NO
18. Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1? .....	NO
19. Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1? .....	NO
20. Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1?.....	NO
<b>APRIL FILING</b>	
21. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1? .....	NO
22. Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC? .....	NO
23. Will the Supplemental Property/Casualty Insurance Expense Exhibit due April 1 be filed with any state that requires it, and, if so, the NAIC? .....	NO
24. Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1? .....	YES
25. Will the regulator only (non-public) Supplemental Health Care Exhibit's Expense Allocation Report be filed with the state of domicile and the NAIC by April 1? .....	YES
<b>AUGUST FILING</b>	
26. Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1? .....	YES

- Explanations:
- 11.
  - 12.
  - 13.
  - 14.
  - 15.
  - 16.
  - 17.
  - 18.
  - 19.
  - 20.
  - 21.
  - 22.
  - 23.

Bar Codes:

11. Medicare Supplement Insurance Experience Exhibit [Document Identifier 360]	
12. Life Supplement [Document Identifier 205]	
13. Property/Casualty Supplement [Document Identifier 207]	
14. SIS Stockholder Information Supplement [Document Identifier 420]	
15. Participating Opinion for Exhibit 5 [Document Identifier 371]	
16. Non-Guaranteed Opinion for Exhibit 5 [Document Identifier 370]	
17. Medicare Part D Coverage Supplement [Document Identifier 365]	
18. Relief from the five-year rotation requirement for lead audit partner [Document Identifier 224]	

# SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

19. Relief from the one-year cooling off period for independent CPA  
[Document Identifier 225]



20. Relief from the Requirements for Audit Committees [Document Identifier 226]



21. Long-Term Care Experience Reporting Forms [Document Identifier 306]



22. Life Supplement [Document Identifier 211]



23. Property/Casualty Supplement Insurance Expense Exhibit  
[Document Identifier 213]



**OVERFLOW PAGE FOR WRITE-INS**

Additional Write-ins for Liabilities Line 23

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
2304. Other Discrepant Members .....	36,582		36,582	
2305. Other Liabilities .....	13,250		13,250	0
2397. Summary of remaining write-ins for Line 23 from overflow page	49,832	0	49,832	0

**SUMMARY INVESTMENT SCHEDULE**

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities	4,527,744	0.918	4,527,744	1,004	4,528,748	0.918
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies		0.000			0	0.000
1.22 Issued by U.S. government sponsored agencies	5,365,882	1.088	5,365,882	0	5,365,882	1.088
1.3 Non-U.S. government (including Canada, excluding mortgaged-backed securities)	2,383,967	0.483	2,383,967	0	2,383,967	0.483
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations	31,540,542	6.395	31,540,542	0	31,540,542	6.395
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations	17,231,793	3.494	17,231,793	0	17,231,793	3.494
1.43 Revenue and assessment obligations	37,837,429	7.672	37,837,429	0	37,837,429	7.672
1.44 Industrial development and similar obligations		0.000			0	0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA	11,839,340	2.400	11,839,340	0	11,839,340	2.400
1.512 Issued or guaranteed by FNMA and FHLMC	48,901,123	9.915	48,901,123	0	48,901,123	9.915
1.513 All other		0.000		4,123,978	4,123,978	0.836
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	2,338,028	0.474	2,338,028	0	2,338,028	0.474
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521		0.000			0	0.000
1.523 All other	2,449,699	0.497	2,449,699	0	2,449,699	0.497
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	197,127,241	39.969	197,127,241	19,920,575	217,047,816	44.008
2.2 Unaffiliated non-U.S. securities (including Canada)	32,798,737	6.650	32,798,737	0	32,798,737	6.650
2.3 Affiliated securities		0.000			0	0.000
3. Equity interests:						
3.1 Investments in mutual funds		0.000			0	0.000
3.2 Preferred stocks:						
3.21 Affiliated		0.000			0	0.000
3.22 Unaffiliated		0.000			0	0.000
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated		0.000			0	0.000
3.32 Unaffiliated		0.000			0	0.000
3.4 Other equity securities:						
3.41 Affiliated		0.000			0	0.000
3.42 Unaffiliated		0.000			0	0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated		0.000			0	0.000
3.52 Unaffiliated		0.000			0	0.000
4. Mortgage loans:						
4.1 Construction and land development		0.000			0	0.000
4.2 Agricultural		0.000			0	0.000
4.3 Single family residential properties		0.000			0	0.000
4.4 Multifamily residential properties		0.000			0	0.000
4.5 Commercial loans		0.000			0	0.000
4.6 Mezzanine real estate loans		0.000			0	0.000
5. Real estate investments:						
5.1 Property occupied by company		0.000	0		0	0.000
5.2 Property held for production of income (including \$ 0 of property acquired in satisfaction of debt)		0.000	0		0	0.000
5.3 Property held for sale (including \$ 0 property acquired in satisfaction of debt)		0.000	0		0	0.000
6. Contract loans		0.000	0		0	0.000
7. Derivatives		0.000	0		0	0.000
8. Receivables for securities		0.000	0		0	0.000
9. Securities Lending (Line 10, Asset Page reinvested collateral)	29,435,557	5.968	29,435,557	XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments	69,429,065	14.077	69,429,065	5,390,000	74,819,065	15.170
11. Other invested assets		0.000			0	0.000
12. Total invested assets	493,206,147	100.000	493,206,146	29,435,557	493,206,146	100.000

Schedule A - Verification - Real Estate

**NONE**

Schedule B - Verification - Mortgage Loans

**NONE**

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**SCHEDULE BA - VERIFICATION BETWEEN YEARS**  
 Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year .....	
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 8) .....	
2.2	Additional investment made after acquisition (Part 2, Column 9) .....	
3.	Capitalized deferred interest and other:	
3.1	Totals, Part 1, Column 16 .....	
3.2	Totals, Part 3, Column 12 .....	
4.	Accrual of discount .....	
5.	Unrealized valuation increase (decrease):	
5.1	Totals, Part 1, Column 13 .....	
5.2	Totals, Part 3, Column 9 .....	
6.	Total gain (loss) on disposals, Part 3, Column 19 .....	
7.	Deduct amounts received on disposals, Part 3, Column 18 .....	
8.	Deduct amortization of premium and depreciation .....	
9.	Total foreign exchange change in book/adjusted carrying value:	
9.1	Totals, Part 1, Column 17 .....	
9.2	Totals, Part 3, Column 14 .....	
10.	Deduct current year's other than temporary impairment recognized:	
10.1	Totals, Part 1, Column 15 .....	
10.2	Totals, Part 3, Column 11 .....	
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	
12.	Deduct total nonadmitted amounts .....	
13.	Statement value at end of current period (Line 11 minus Line 12) .....	

NONE

**SCHEDULE D - VERIFICATION BETWEEN YEARS**  
 Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year .....		379,597,990
2.	Cost of bonds and stocks acquired, Part 3, Column 7 .....		134,740,761
3.	Accrual of discount .....		142,529
4.	Unrealized valuation increase (decrease):		
4.1	Part 1, Column 12 .....	7,587,722	
4.2	Part 2, Section 1, Column 15 .....		
4.3	Part 2, Section 2, Column 13 .....		
4.4	Part 4, Column 11 .....	(2,808,140)	4,779,582
5.	Total gain (loss) on disposals, Part 4, Column 19 .....		5,916,164
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7 .....		121,586,709
7.	Deduct amortization of premium .....		3,104,432
8.	Total foreign exchange change in book/adjusted carrying value:		
8.1	Part 1, Column 15 .....		0
8.2	Part 2, Section 1, Column 19 .....		
8.3	Part 2, Section 2, Column 16 .....		
8.4	Part 4, Column 15 .....		0
9.	Deduct current year's other than temporary impairment recognized:		
9.1	Part 1, Column 14 .....	4,686,482	
9.2	Part 2, Section 1, Column 17 .....		
9.3	Part 2, Section 2, Column 14 .....		
9.4	Part 4, Column 13 .....	1,457,878	6,144,360
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....		394,341,525
11.	Deduct total nonadmitted amounts .....		0
12.	Statement value at end of current period (Line 10 minus Line 11) .....		394,341,525

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - SUMMARY BY COUNTRY**

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
<b>BONDS</b>					
Governments (Including all obligations guaranteed by governments)	1. United States .....	16,367,084	16,229,485	16,386,426	15,825,998
	2. Canada .....	2,383,967	2,355,799	2,383,356	2,390,000
	3. Other Countries				
	4. Totals	18,751,051	18,585,284	18,769,782	18,215,998
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	31,540,542	32,088,737	33,907,817	29,112,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	17,231,793	17,524,157	18,919,598	15,805,000
U.S. Special Revenue and Special Assessment Obligations and all Non- Guaranteed Obligations of Agencies and Authorities of Governments and their Political Subdivisions	7. Totals	94,442,462	94,606,053	96,312,649	87,569,770
Industrial and Miscellaneous, SVO Identified Funds and Hybrid Securities (unaffiliated)	8. United States .....	199,576,940	205,273,069	201,231,671	203,580,793
	9. Canada .....	406,139	414,120	406,215	406,000
	10. Other Countries	32,392,598	33,084,477	32,974,472	32,565,000
	11. Totals	232,375,677	238,771,666	234,612,358	236,551,793
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	394,341,525	401,575,897	402,522,204	387,254,561
<b>PREFERRED STOCKS</b>					
Industrial and Miscellaneous (unaffiliated)	14. United States .....				
	15. Canada .....				
	16. Other Countries				
	17. Totals	0	0	0	0
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks	0	0	0	0
<b>COMMON STOCKS</b>					
Industrial and Miscellaneous (unaffiliated)	20. United States .....				
	21. Canada .....				
	22. Other Countries				
	23. Totals	0	0	0	0
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks	0	0	0	0
	26. Total Stocks	0	0	0	0
	27. Total Bonds and Stocks	394,341,525	401,575,897	402,522,204	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1A - SECTION 1**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
<b>1. U.S. Governments</b>												
1.1 NAIC 1	51,877,736	9,340,882	2,589,232	1,827,760	642,390	XXX	66,278,000	14.9	13,323,629	3.7	66,278,000	0
1.2 NAIC 2						XXX	0	0.0		0.0		0
1.3 NAIC 3						XXX	0	0.0		0.0		0
1.4 NAIC 4						XXX	0	0.0		0.0		0
1.5 NAIC 5						XXX	0	0.0		0.0		0
1.6 NAIC 6						XXX	0	0.0		0.0		0
1.7 Totals	51,877,736	9,340,882	2,589,232	1,827,760	642,390	XXX	66,278,000	14.9	13,323,629	3.7	66,278,000	0
<b>2. All Other Governments</b>												
2.1 NAIC 1	0	2,383,967	0	0	0	XXX	2,383,967	0.5		0.0	0	2,383,967
2.2 NAIC 2						XXX	0	0.0		0.0		0
2.3 NAIC 3						XXX	0	0.0		0.0		0
2.4 NAIC 4						XXX	0	0.0		0.0		0
2.5 NAIC 5						XXX	0	0.0		0.0		0
2.6 NAIC 6						XXX	0	0.0		0.0		0
2.7 Totals	0	2,383,967	0	0	0	XXX	2,383,967	0.5	0	0.0	0	2,383,967
<b>3. U.S. States, Territories and Possessions etc., Guaranteed</b>												
3.1 NAIC 1	3,995,659	21,063,533	6,481,350	0	0	XXX	31,540,542	7.1	29,154,679	8.0	31,540,542	0
3.2 NAIC 2						XXX	0	0.0		0.0		0
3.3 NAIC 3						XXX	0	0.0		0.0		0
3.4 NAIC 4						XXX	0	0.0		0.0		0
3.5 NAIC 5						XXX	0	0.0		0.0		0
3.6 NAIC 6						XXX	0	0.0		0.0		0
3.7 Totals	3,995,659	21,063,533	6,481,350	0	0	XXX	31,540,542	7.1	29,154,679	8.0	31,540,542	0
<b>4. U.S. Political Subdivisions of States, Territories and Possessions , Guaranteed</b>												
4.1 NAIC 1	1,746,648	11,415,665	4,069,480	0	0	XXX	17,231,793	3.9	17,631,282	4.8	17,231,793	0
4.2 NAIC 2						XXX	0	0.0		0.0		0
4.3 NAIC 3						XXX	0	0.0		0.0		0
4.4 NAIC 4						XXX	0	0.0		0.0		0
4.5 NAIC 5						XXX	0	0.0		0.0		0
4.6 NAIC 6						XXX	0	0.0		0.0		0
4.7 Totals	1,746,648	11,415,665	4,069,480	0	0	XXX	17,231,793	3.9	17,631,282	4.8	17,231,793	0
<b>5. U.S. Special Revenue &amp; Special Assessment Obligations, etc., Non-Guaranteed</b>												
5.1 NAIC 1	9,621,698	32,334,763	42,925,970	7,269,469	2,290,562	XXX	94,442,462	21.3	97,271,971	26.7	94,442,462	0
5.2 NAIC 2						XXX	0	0.0		0.0		0
5.3 NAIC 3						XXX	0	0.0		0.0		0
5.4 NAIC 4						XXX	0	0.0		0.0		0
5.5 NAIC 5						XXX	0	0.0		0.0		0
5.6 NAIC 6						XXX	0	0.0		0.0		0
5.7 Totals	9,621,698	32,334,763	42,925,970	7,269,469	2,290,562	XXX	94,442,462	21.3	97,271,971	26.7	94,442,462	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1A - SECTION 1 (Continued)**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
<b>6. Industrial &amp; Miscellaneous (Unaffiliated)</b>												
6.1 NAIC 1	2,281,058	47,789,062	11,480,690	681,984	272,037	XXX	62,504,831	14.1	54,389,106	14.9	45,808,509	16,696,322
6.2 NAIC 2	6,271,788	35,485,183	19,705,647	69,954	2,099,681	XXX	63,632,253	14.3	48,720,812	13.4	56,226,130	7,406,123
6.3 NAIC 3	2,010,386	27,077,457	50,794,193	5,314,307	4,132,955	XXX	89,329,298	20.1	90,705,945	24.9	60,341,734	28,987,564
6.4 NAIC 4	0	7,867,501	4,426,411	0	0	XXX	12,293,912	2.8	10,116,508	2.8	5,036,377	7,257,535
6.5 NAIC 5	0	241,397	1,163,472	0	0	XXX	1,404,869	0.3	574,300	0.2	1,365,768	39,101
6.6 NAIC 6						XXX	0	0.0		0.0		0
6.7 Totals	10,563,232	118,460,600	87,570,413	6,066,245	6,504,673	XXX	229,165,163	51.6	204,506,671	56.2	168,778,518	60,386,645
<b>7. Hybrid Securities</b>												
7.1 NAIC 1	1,030,803	0	0	0	0	XXX	1,030,803	0.2		0.0	1,030,803	0
7.2 NAIC 2	869,744	569,192	0	0	0	XXX	1,438,936	0.3	1,437,925	0.4	1,438,936	0
7.3 NAIC 3	0	0	0	0	740,775	XXX	740,775	0.2	721,875	0.2	740,775	0
7.4 NAIC 4						XXX	0	0.0		0.0		0
7.5 NAIC 5						XXX	0	0.0		0.0		0
7.6 NAIC 6						XXX	0	0.0		0.0		0
7.7 Totals	1,900,547	569,192	0	0	740,775	XXX	3,210,514	0.7	2,159,800	0.6	3,210,514	0
<b>8. Parent, Subsidiaries and Affiliates</b>												
8.1 NAIC 1						XXX	0	0.0		0.0		0
8.2 NAIC 2						XXX	0	0.0		0.0		0
8.3 NAIC 3						XXX	0	0.0		0.0		0
8.4 NAIC 4						XXX	0	0.0		0.0		0
8.5 NAIC 5						XXX	0	0.0		0.0		0
8.6 NAIC 6						XXX	0	0.0		0.0		0
8.7 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
<b>9. SVO Identified Funds</b>												
9.1 NAIC 1	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.2 NAIC 2	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.3 NAIC 3	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.4 NAIC 4	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.5 NAIC 5	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.6 NAIC 6	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.7 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1A - SECTION 1 (Continued)**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.7	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
<b>10. Total Bonds Current Year</b>												
10.1 NAIC 1	(d) 70,553,602	124,327,872	67,546,722	9,779,213	3,204,989	0	275,412,398	62.0	XXX	XXX	256,332,109	19,080,289
10.2 NAIC 2	(d) 7,141,532	36,054,375	19,705,647	69,954	2,099,681	0	65,071,189	14.6	XXX	XXX	57,665,066	7,406,123
10.3 NAIC 3	(d) 2,010,386	27,077,457	50,794,193	5,314,307	4,873,730	0	90,070,073	20.3	XXX	XXX	61,082,509	28,987,564
10.4 NAIC 4	(d) 0	7,867,501	4,426,411	0	0	0	12,293,912	2.8	XXX	XXX	5,036,377	7,257,535
10.5 NAIC 5	(d) 0	241,397	1,163,472	0	0	0	1,404,869	0.3	XXX	XXX	1,365,768	39,101
10.6 NAIC 6	(d) 0	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.7 Totals	79,705,520	195,568,602	143,636,445	15,163,474	10,178,400	0	(b) 444,252,441	100.0	XXX	XXX	381,481,829	62,770,612
10.8 Line 10.7 as a % of Col. 7	17.9	44.0	32.3	3.4	2.3	0.0	100.0	XXX	XXX	XXX	85.9	14.1
<b>11. Total Bonds Prior Year</b>												
11.1 NAIC 1	16,489,217	117,755,158	60,475,185	13,172,690	3,878,417	XXX	XXX	XXX	211,770,667	58.2	198,826,017	12,944,650
11.2 NAIC 2	1,984,887	37,029,336	9,071,563	0	2,072,951	XXX	XXX	XXX	50,158,737	13.8	44,815,434	5,343,303
11.3 NAIC 3	2,032,284	18,485,086	61,980,425	5,158,000	3,772,025	XXX	XXX	XXX	91,427,820	25.1	61,827,256	29,600,564
11.4 NAIC 4	0	4,388,198	5,728,310	0	0	XXX	XXX	XXX	10,116,508	2.8	3,631,460	6,485,048
11.5 NAIC 5	0	0	574,300	0	0	XXX	XXX	XXX	(c) 574,300	0.2	457,500	116,800
11.6 NAIC 6	0	0	0	0	0	XXX	XXX	XXX	(c) 0	0.0	0	0
11.7 Totals	20,506,388	177,657,778	137,829,783	18,330,690	9,723,393	XXX	XXX	XXX	(b) 364,048,032	100.0	309,557,667	54,490,365
11.8 Line 11.7 as a % of Col. 9	5.6	48.8	37.9	5.0	2.7	XXX	XXX	XXX	100.0	XXX	85.0	15.0
<b>12. Total Publicly Traded Bonds</b>												
12.1 NAIC 1	70,081,970	109,867,480	64,048,456	9,129,214	3,204,989	0	256,332,109	57.7	198,826,017	54.6	256,332,109	XXX
12.2 NAIC 2	7,113,402	33,912,815	14,469,214	69,954	2,099,681	0	57,665,066	13.0	44,815,434	12.3	57,665,066	XXX
12.3 NAIC 3	925,639	18,547,096	32,987,736	4,547,410	4,074,628	0	61,082,509	13.7	61,827,256	17.0	61,082,509	XXX
12.4 NAIC 4	0	2,577,404	2,458,973	0	0	0	5,036,377	1.1	3,631,460	1.0	5,036,377	XXX
12.5 NAIC 5	0	202,296	1,163,472	0	0	0	1,365,768	0.3	457,500	0.1	1,365,768	XXX
12.6 NAIC 6	0	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.7 Totals	78,121,011	165,107,091	115,127,851	13,746,578	9,379,298	0	381,481,829	85.9	309,557,667	85.0	381,481,829	XXX
12.8 Line 12.7 as a % of Col. 7	20.5	43.3	30.2	3.6	2.5	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 7, Section 10	17.6	37.2	25.9	3.1	2.1	0.0	85.9	XXX	XXX	XXX	85.9	XXX
<b>13. Total Privately Placed Bonds</b>												
13.1 NAIC 1	471,632	14,460,392	3,498,266	649,999	0	0	19,080,289	4.3	12,944,650	3.6	XXX	19,080,289
13.2 NAIC 2	28,130	2,141,560	5,236,433	0	0	0	7,406,123	1.7	5,343,303	1.5	XXX	7,406,123
13.3 NAIC 3	1,084,747	8,530,361	17,806,457	766,897	799,102	0	28,987,564	6.5	29,600,564	8.1	XXX	28,987,564
13.4 NAIC 4	0	5,290,097	1,967,438	0	0	0	7,257,535	1.6	6,485,048	1.8	XXX	7,257,535
13.5 NAIC 5	0	39,101	0	0	0	0	39,101	0.0	116,800	0.0	XXX	39,101
13.6 NAIC 6	0	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.7 Totals	1,584,509	30,461,511	28,508,594	1,416,896	799,102	0	62,770,612	14.1	54,490,365	15.0	XXX	62,770,612
13.8 Line 13.7 as a % of Col. 7	2.5	48.5	45.4	2.3	1.3	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.9 Line 13.7 as a % of Line 10.7, Col. 7, Section 10	0.4	6.9	6.4	0.3	0.2	0.0	14.1	XXX	XXX	XXX	XXX	14.1

(a) Includes \$ 62,520,605 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ current year, \$ prior year of bonds with Z designations and \$ , current year \$ prior year of bonds with Z\* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z\*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$ current year, \$ prior year of bonds with 5\* designations and \$ , current year \$ prior year of bonds with 6\* designations. "5\*" means the NAIC designation was assigned by the (SVO) in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6\*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ 49,910,916 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1A - SECTION 2**

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.6	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
<b>1. U.S. Governments</b>												
1.1 Issuer Obligations	49,910,916	4,527,744	0	0	0	XXX	54,438,660	12.3	2,000,000	0.5	54,438,660	0
1.2 Residential Mortgage-Backed Securities	1,966,820	4,813,138	2,589,232	1,827,760	642,390	XXX	11,839,340	2.7	11,323,629	3.1	11,839,340	0
1.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
1.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
1.5 Totals	51,877,736	9,340,882	2,589,232	1,827,760	642,390	XXX	66,278,000	14.9	13,323,629	3.7	66,278,000	0
<b>2. All Other Governments</b>												
2.1 Issuer Obligations	0	2,383,967	0	0	0	XXX	2,383,967	0.5		0.0	0	2,383,967
2.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
2.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
2.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
2.5 Totals	0	2,383,967	0	0	0	XXX	2,383,967	0.5	0	0.0	0	2,383,967
<b>3. U.S. States, Territories and Possessions, Guaranteed</b>												
3.1 Issuer Obligations	3,995,659	21,063,533	6,481,350	0	0	XXX	31,540,542	7.1	29,154,679	8.0	31,540,542	0
3.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
3.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
3.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
3.5 Totals	3,995,659	21,063,533	6,481,350	0	0	XXX	31,540,542	7.1	29,154,679	8.0	31,540,542	0
<b>4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed</b>												
4.1 Issuer Obligations	1,746,648	11,415,665	4,069,480	0	0	XXX	17,231,793	3.9	17,631,282	4.8	17,231,793	0
4.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
4.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
4.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
4.5 Totals	1,746,648	11,415,665	4,069,480	0	0	XXX	17,231,793	3.9	17,631,282	4.8	17,231,793	0
<b>5. U.S. Special Revenue &amp; Special Assessment Obligations etc., Non-Guaranteed</b>												
5.1 Issuer Obligations	1,270,555	10,975,152	30,957,604	0	0	XXX	43,203,311	9.7	44,893,335	12.3	43,203,311	0
5.2 Residential Mortgage-Backed Securities	8,351,143	21,359,611	11,968,366	7,269,469	2,290,562	XXX	51,239,151	11.5	52,378,636	14.4	51,239,151	0
5.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
5.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
5.5 Totals	9,621,698	32,334,763	42,925,970	7,269,469	2,290,562	XXX	94,442,462	21.3	97,271,971	26.7	94,442,462	0
<b>6. Industrial and Miscellaneous</b>												
6.1 Issuer Obligations	9,367,479	103,639,172	81,748,185	5,384,261	6,504,673	XXX	206,643,770	46.5	182,935,437	50.3	159,195,917	47,447,853
6.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
6.3 Commercial Mortgage-Backed Securities	0	2,199,699	0	0	0	XXX	2,199,699	0.5	1,459,934	0.4	1,450,699	749,000
6.4 Other Loan-Backed and Structured Securities	1,195,753	12,621,729	5,822,228	681,984	0	XXX	20,321,694	4.6	20,111,300	5.5	8,131,902	12,189,792
6.5 Totals	10,563,232	118,460,600	87,570,413	6,066,245	6,504,673	XXX	229,165,163	51.6	204,506,671	56.2	168,778,518	60,386,645
<b>7. Hybrid Securities</b>												
7.1 Issuer Obligations	1,900,547	569,192	0	0	740,775	XXX	3,210,514	0.7	2,159,800	0.6	3,210,514	0
7.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
7.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
7.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
7.5 Totals	1,900,547	569,192	0	0	740,775	XXX	3,210,514	0.7	2,159,800	0.6	3,210,514	0
<b>8. Parent, Subsidiaries and Affiliates</b>												
8.1 Issuer Obligations						XXX	0	0.0		0.0		0
8.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		0
8.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		0
8.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		0
8.5 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1A - SECTION 2 (Continued)**

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Col. 7 as a % of Line 10.6	9 Total from Col. 6 Prior Year	10 % From Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
<b>9. SVO Identified Funds</b>												
9.1 Exchange Traded Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.2 Bond Mutual Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		0
9.3 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
<b>10. Total Bonds Current Year</b>												
10.1 Issuer Obligations	68,191,804	154,574,425	123,256,619	5,384,261	7,245,448	XXX	358,652,557	80.7	XXX	XXX	308,820,737	49,831,820
10.2 Residential Mortgage-Backed Securities	10,317,963	26,172,749	14,557,598	9,097,229	2,932,952	XXX	63,078,491	14.2	XXX	XXX	63,078,491	0
10.3 Commercial Mortgage-Backed Securities	0	2,199,699	0	0	0	XXX	2,199,699	0.5	XXX	XXX	1,450,699	749,000
10.4 Other Loan-Backed and Structured Securities	1,195,753	12,621,729	5,822,228	681,984	0	XXX	20,321,694	4.6	XXX	XXX	8,131,902	12,189,792
10.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
10.6 Totals	79,705,520	195,568,602	143,636,445	15,163,474	10,178,400	0	444,252,441	100.0	XXX	XXX	381,481,829	62,770,612
10.7 Line 10.6 as a % of Col. 7	17.9	44.0	32.3	3.4	2.3	0.0	100.0	XXX	XXX	XXX	85.9	14.1
<b>11. Total Bonds Prior Year</b>												
11.1 Issuer Obligations	10,979,269	139,692,531	115,928,669	6,329,088	5,844,976	XXX	XXX	XXX	278,774,533	76.6	235,825,121	42,949,412
11.2 Residential Mortgage-Backed Securities	8,854,705	23,927,161	15,427,131	11,614,851	3,878,417	XXX	XXX	XXX	63,702,265	17.5	63,702,265	0
11.3 Commercial Mortgage-Backed Securities	0	1,459,934	0	0	0	XXX	XXX	XXX	1,459,934	0.4	1,459,934	0
11.4 Other Loan-Backed and Structured Securities	672,414	12,578,152	6,473,983	386,751	0	XXX	XXX	XXX	20,111,300	5.5	8,570,347	11,540,953
11.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
11.6 Totals	20,506,388	177,657,778	137,829,783	18,330,690	9,723,393	XXX	XXX	XXX	364,048,032	100.0	309,557,667	54,490,365
11.7 Line 11.6 as a % of Col. 9	5.6	48.8	37.9	5.0	2.7	XXX	XXX	XXX	100.0	XXX	85.0	15.0
<b>12. Total Publicly Traded Bonds</b>												
12.1 Issuer Obligations	67,078,925	132,431,810	98,246,291	4,617,365	6,446,346	XXX	308,820,737	69.5	235,825,121	64.8	308,820,737	XXX
12.2 Residential Mortgage-Backed Securities	10,317,963	26,172,749	14,557,598	9,097,229	2,932,952	XXX	63,078,491	14.2	63,702,265	17.5	63,078,491	XXX
12.3 Commercial Mortgage-Backed Securities	0	1,450,699	0	0	0	XXX	1,450,699	0.3	1,459,934	0.4	1,450,699	XXX
12.4 Other Loan-Backed and Structured Securities	724,123	5,051,833	2,323,962	31,984	0	XXX	8,131,902	1.8	8,570,347	2.4	8,131,902	XXX
12.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	XXX	0	0.0	XXX	XXX	0	XXX
12.6 Totals	78,121,011	165,107,091	115,127,851	13,746,578	9,379,298	0	381,481,829	85.9	309,557,667	85.0	381,481,829	XXX
12.7 Line 12.6 as a % of Col. 7	20.5	43.3	30.2	3.6	2.5	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.8 Line 12.6 as a % of Line 10.6, Col. 7, Section 10	17.6	37.2	25.9	3.1	2.1	0.0	85.9	XXX	XXX	XXX	85.9	XXX
<b>13. Total Privately Placed Bonds</b>												
13.1 Issuer Obligations	1,112,879	22,142,615	25,010,328	766,896	799,102	XXX	49,831,820	11.2	42,949,412	11.8	XXX	49,831,820
13.2 Residential Mortgage-Backed Securities	0	0	0	0	0	XXX	0	0.0	0	0.0	XXX	0
13.3 Commercial Mortgage-Backed Securities	0	749,000	0	0	0	XXX	749,000	0.2	0	0.0	XXX	749,000
13.4 Other Loan-Backed and Structured Securities	471,630	7,569,896	3,498,266	650,000	0	XXX	12,189,792	2.7	11,540,953	3.2	XXX	12,189,792
13.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	XXX	0
13.6 Totals	1,584,509	30,461,511	28,508,594	1,416,896	799,102	0	62,770,612	14.1	54,490,365	15.0	XXX	62,770,612
13.7 Line 13.6 as a % of Col. 7	2.5	48.5	45.4	2.3	1.3	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.8 Line 13.6 as a % of Line 10.6, Col. 7, Section 10	0.4	6.9	6.4	0.3	0.2	0.0	14.1	XXX	XXX	XXX	XXX	14.1

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE DA - VERIFICATION BETWEEN YEARS**

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year .....	5,742,676	5,742,676	0	0	0
2. Cost of short-term investments acquired .....	182,964,161	107,018,195	0	75,945,966	0
3. Accrual of discount .....	0				
4. Unrealized valuation increase (decrease) .....	0				
5. Total gain (loss) on disposals .....	295	295	0	0	0
6. Deduct consideration received on disposals .....	138,796,216	59,554,574	0	79,241,642	0
7. Deduct amortization of premium .....	0				
8. Total foreign exchange change in book/adjusted carrying value .....	0				
9. Deduct current year's other than temporary impairment recognized .....	0				
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	49,910,916	53,206,592	0	(3,295,676)	0
11. Deduct total nonadmitted amounts .....	0				
12. Statement value at end of current period (Line 10 minus Line 11)	49,910,916	53,206,592	0	(3,295,676)	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

**NONE**

Schedule DB - Part B - Verification - Futures Contracts

**NONE**

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

**NONE**

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

**NONE**

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of Derivatives

**NONE**

Schedule E - Verification - Cash Equivalents

**NONE**

Schedule A - Part 1 - Real Estate Owned

**NONE**

Schedule A - Part 2 - Real Estate Acquired and Additions Made

**NONE**

Schedule A - Part 3 - Real Estate Disposed

**NONE**

Schedule B - Part 1 - Mortgage Loans Owned

**NONE**

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

**NONE**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

**NONE**

Schedule BA - Part 1 - Other Long-Term Invested Assets Owned

**NONE**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

**NONE**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	B o n d C h a r	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
912828-TV-2	US TREASURY N/B				1	4,529,355		99,5740	4,480,830	4,500,000	4,527,744	0	(1,611)	0	1.250	1.028	AO	9,634	0	11/01/2016	10/31/2019
<b>0199999. Subtotal - Bonds - U.S. Governments - Issuer Obligations</b>						4,529,355	XXX	4,480,830	4,500,000	4,527,744	0	(1,611)	0	0	XXX	XXX	XXX	9,634	0	XXX	XXX
36179R-BW-8	GNMA 11 POOL MA2753			4	1	1,570,384	101.3970	1,561,100	1,539,592	1,569,790	0	(143)	0	0	3.000	2.555	MON	3,849	46,188	05/14/2015	04/20/2045
36179R-D7-1	GNMA 11 POOL MA2826			4	1	3,559,454	104.0570	3,563,546	3,424,610	3,557,067	0	(711)	0	0	3.500	2.364	MON	9,988	119,861	06/16/2015	05/20/2045
36179R-NH-5	GNMA 11 POOL MA3105			4	1	1,346,264	104.0570	1,342,162	1,289,834	1,345,475	0	(347)	0	0	3.500	2.301	MON	3,762	45,144	09/01/2015	09/20/2045
36179S-GK-7	GNMA 11 POOL MA3802			4	1	2,259,519	101.3970	2,246,505	2,215,554	2,259,419	0	(100)	0	0	3.000	2.731	MON	5,539	5,539	11/22/2016	07/20/2046
36180J-V6-8	GNMA POOL AD6937			4	1	1,180,738	104.2990	1,138,300	1,091,381	1,177,122	0	(413)	0	0	3.500	1.853	MON	3,183	38,198	04/08/2013	03/20/2043
36180K-B2-6	GNMA POOL AD7257			4	1	1,044,178	104.5030	1,013,300	969,637	1,035,889	0	(5,198)	0	0	3.500	2.921	MON	2,828	33,937	03/15/2013	03/15/2043
3620AC-Z3-1	GNMA POOL 726262			4	1	315,736	110.3270	316,674	287,033	314,862	0	(52)	0	0	5.000	0.879	MON	1,196	14,952	03/15/2013	09/15/2039
36297F-RQ-7	GNMA POOL 710695			4	1	580,798	111.5490	567,068	508,357	579,716	0	(1,082)	0	0	5.500	2.435	MON	2,330	20,970	03/10/2016	07/15/2039
<b>0299999. Subtotal - Bonds - U.S. Governments - Residential Mortgage-Backed Securities</b>						11,857,071	XXX	11,748,655	11,325,998	11,839,340	0	(8,046)	0	0	XXX	XXX	XXX	32,675	324,189	XXX	XXX
<b>0599999. Total - U.S. Government Bonds</b>						16,386,426	XXX	16,229,485	15,825,998	16,367,084	0	(9,657)	0	0	XXX	XXX	XXX	42,309	324,189	XXX	XXX
12593C-AE-1	CPPIB CAPITAL INC SERIES 144A		A		1FE	2,383,356	98.5690	2,355,799	2,390,000	2,383,967	0	611	0	0	1.250	1.345	MS	8,382	0	09/13/2016	09/20/2019
<b>0699999. Subtotal - Bonds - All Other Governments - Issuer Obligations</b>						2,383,356	XXX	2,355,799	2,390,000	2,383,967	0	611	0	0	XXX	XXX	XXX	8,382	0	XXX	XXX
<b>1099999. Total - All Other Government Bonds</b>						2,383,356	XXX	2,355,799	2,390,000	2,383,967	0	611	0	0	XXX	XXX	XXX	8,382	0	XXX	XXX
207726-7D-4	CONNECTICUT ST				1FE	3,942,855	108.6370	3,802,295	3,500,000	3,661,150	0	(51,784)	0	0	5.000	3.330	JD	14,883	175,000	02/10/2011	12/01/2019
419792-LL-8	HAWAII ST SERIES FG			2	1FE	2,972,425	119.4360	2,985,900	2,500,000	2,971,026	0	(1,399)	0	0	5.000	2.780	AO	27,083	0	12/14/2016	10/01/2029
574192-7Z-7	MARYLAND ST			2	1FE	4,659,400	107.8890	4,315,560	4,000,000	4,196,495	0	(85,378)	0	0	5.000	2.690	MS	58,889	200,000	03/23/2011	03/15/2020
57582R-DW-3	MASSACHUSETTS ST SERIES A			2	1FE	1,756,575	117.8280	1,767,420	1,500,000	1,723,568	0	(22,773)	0	0	5.000	3.000	JJ	37,500	71,875	06/25/2015	07/01/2029
677520-T9-9	OHIO ST HIW CAP IMPT				1FE	555,182	102.3850	467,899	457,000	467,705	0	(18,218)	0	0	5.000	0.962	FA	9,521	22,850	02/10/2012	08/01/2017
677521-BN-5	OHIO STATE				1FE	2,511,297	111.9560	2,468,630	2,205,000	2,336,281	0	(32,808)	0	0	5.000	3.280	MS	32,463	110,250	03/29/2011	09/15/2020
70914P-DB-5	PENNSYLVANIA ST			2	1FE	2,128,260	102.3890	2,047,780	2,000,000	2,012,896	0	(21,473)	0	0	5.000	3.870	FA	41,667	100,000	02/11/2012	08/01/2022
880541-SM-0	TENNESSEE ST		SD		1FE	4,818,900	111.8940	4,475,760	4,000,000	4,496,043	0	(134,109)	0	0	5.000	1.434	FA	83,333	200,000	01/29/2015	08/01/2020
880541-SN-8	TENNESSEE ST		SD		1FE	2,513,680	114.3080	2,286,160	2,000,000	2,296,470	0	(61,809)	0	0	5.000	1.630	FA	41,667	100,000	05/23/2013	08/01/2021
880541-LU-4	TENNESSEE ST SERIES A		SD		1FE	1,868,205	118.7320	1,780,980	1,500,000	1,786,756	0	(39,937)	0	0	5.000	1.930	MS	25,000	75,000	12/04/2014	09/01/2023
93974B-N8-1	WASHINGTON ST			2	1FE	1,673,698	102.0420	1,530,630	1,500,000	1,515,058	0	(29,460)	0	0	5.000	2.963	JJ	37,500	75,000	03/23/2011	07/01/2021
97705L-L8-8	WISCONSIN ST				1FE	549,837	106.8840	480,978	450,000	477,082	0	(14,435)	0	0	5.000	1.653	MM	3,750	22,500	10/13/2011	11/01/2018
97705L-RL-3	WISCONSIN ST			2	1FE	3,957,503	105.1070	3,678,745	3,500,000	3,600,012	0	(72,978)	0	0	5.000	2.797	MM	29,167	175,000	02/13/2012	05/01/2021
<b>1199999. Subtotal - Bonds - U.S. States, Territories and Possessions - Issuer Obligations</b>						33,907,817	XXX	32,088,737	29,112,000	31,540,542	0	(586,561)	0	0	XXX	XXX	XXX	442,123	1,327,475	XXX	XXX
<b>1799999. Total - U.S. States, Territories and Possessions Bonds</b>						33,907,817	XXX	32,088,737	29,112,000	31,540,542	0	(586,561)	0	0	XXX	XXX	XXX	442,123	1,327,475	XXX	XXX
100853-MV-9	BOSTON MASS				1FE	4,685,125	111.0010	4,423,390	3,985,000	4,258,028	0	(79,220)	0	0	5.000	2.780	AO	49,813	199,250	04/01/2011	04/01/2020
199491-3C-3	COLUMBUS OHIO				1FE	977,848	108.9010	898,433	825,000	877,562	0	(20,177)	0	0	5.000	2.361	JJ	20,625	41,250	10/12/2011	07/01/2019
235219-GC-0	DALLAS TEXAS				1	5,495	100.5210	5,026	5,000	5,018	0	(143)	0	0	5.000	2.098	FA	94	250	07/25/2013	02/15/2017
235219-GQ-9	DALLAS TEXAS				1FE	802,857	100.5070	738,726	735,000	737,415	0	(19,590)	0	0	5.000	2.281	FA	13,883	36,750	07/25/2013	02/15/2017
34153P-Q3-5	FLORIDA ST BRD ED SERIES C				1FE	767,728	113.8840	740,246	650,000	718,977	0	(14,615)	0	0	5.000	2.450	JD	2,708	32,500	07/19/2013	06/01/2021
442331-TN-4	HOUSTON TEX				1FE	1,146,010	100.7030	1,007,030	1,000,000	1,004,215	0	(25,038)	0	0	5.000	2.440	MS	16,667	50,000	12/27/2010	03/01/2017
49474E-7E-7	KING CNTY WASH				1FE	1,032,801	113.9200	968,320	850,000	943,956	0	(19,547)	0	0	5.000	2.394	JJ	21,250	42,500	03/29/2012	07/01/2021
513174-UT-7	LAMAR CONSOLIDATED INDEPENDENT				1FE	1,814,470	116.8270	1,775,770	1,520,000	1,761,529	0	(36,457)	0	0	5.000	2.210	FA	28,711	76,000	06/18/2015	02/15/2023
592112-JP-2	METROPOLITAN GOVT NASHVILLE				1FE	1,855,185	108.7460	1,631,190	1,500,000	1,624,482	0	(48,420)	0	0	5.000	1.600	JJ	37,500	75,000	02/02/2012	07/01/2019
64966L-ZV-6	NEW YORK NY SERIES C				1FE	2,364,631	118.2490	2,347,243	1,985,000	2,307,952	0	(38,027)	0	0	5.000	2.620	FA	41,354	99,250	06/26/2015	08/01/2024
940157-TH-3	WASHINGTON SUBN SAN DIST MD				1FE	3,467,448	108.6830	2,988,783	2,750,000	2,992,659	0	(98,252)	0	0	5.000	1.280	JD	11,458	137,500	01/17/2012	06/01/2019
<b>1899999. Subtotal - Bonds - U.S. Political Subdivisions - Issuer Obligations</b>						18,919,598	XXX	17,524,157	15,805,000	17,231,793	0	(399,486)	0	0	XXX	XXX	XXX	244,063	790,250	XXX	XXX
<b>2499999. Total - U.S. Political Subdivisions Bonds</b>						18,919,598	XXX	17,524,157	15,805,000	17,231,793	0	(399,486)	0	0	XXX	XXX	XXX	244,063	790,250	XXX	XXX
02765U-GC-2	AMERICAN MUN PW- OHIO INC SERIES A			2	1FE	2,424,749	112.6300	2,399,019	2,130,000	2,368,149	0	(29,299)	0	0	5.000	3.230	FA	40,233	106,500	12/19/2014	02/15/2029
047870-MY-3	ATLANTA GEORGIA WATER REVENUE				1FE	437,618	116.5750	437,156	375,000	427,862	0	(5,489)	0	0	5.000	3.070	MM	3,125	18,750	02/26/2015	11/01/2030
13077C-A5-3	CALIFORNIA ST UNIV SERIES A			2	1FE	957,270	117.6310	999,864	850,000	925,744	0	(9,647)	0	0	5.000	3.521	MM	7,083	42,500	07/23/2013	11/01/2025
167593-VN-9	CHICAGO ILL OHARE INTL ARPT SERIES C				1FE	995,172	111.1720	944,962	850,000	994,138	0	(1,033)	0	0	5.000	2.851	JJ	3,069	0	11/04/2016	01/01/2031
181006-GS-0	CLARK CNTY NV PASSENGER FAC CH SERIES C				1FE	1,177,170	117.6540	1,176,540	1,000,000	1,177,056	0	(176,032)	0	0	5.000	3.080	JJ	25,000	47,083	07/01/2015	07/01/2026
246428-XN-1	DELAWARE TRANSN AUTH TRANSN				1FE	422,933	102.0880	362,412	355,000	360,254	0	(10,352)	0	0	5.000	2.010	JJ	8,875			

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
53945C-BH-2	LOS ANGELES CA WSTWTR SYS REV SERIES B			2	.1FE	739,290	115.1730	737,107	640,000	707,500	0	(9,347)	0	0	5.000	3.170	JD	2,667	32,000	06/05/2013	06/01/2029
574204-WN-9	MARYLAND ST DEPT TRANS CONS				.1FE	1,063,611	101.3940	912,546	900,000	910,301	0	(30,628)	0	0	5.000	1.540	MN	7,500	45,000	10/31/2011	05/01/2017
58259Y-PM-5	METROPOLITAN WASHN AUTH NY				.1FE	1,827,180	114.9080	1,723,620	1,500,000	1,696,257	0	(30,809)	0	0	5.000	2.570	MN	12,500	75,000	07/23/2012	11/01/2022
582646-6S-7	METROPOLITAN WASHINGTON D C AR SERIES A			2	.1FE	343,728	113.7010	341,103	300,000	334,378	0	(3,833)	0	0	5.000	3.311	AO	3,750	15,000	05/30/2014	10/01/2028
584615-BB-1	MICHIGAN ST BLDG AUTH REVENUE SERIES I				.1FE	662,355	114.0110	644,162	565,000	643,815	0	(13,909)	0	0	5.000	2.192	AO	5,984	28,250	07/31/2015	04/15/2022
604146-AR-1	MINNESOTA ST GEN FUND REVENUE			2	.1FE	1,740,927	113.4960	1,821,611	1,605,000	1,692,255	0	(15,004)	0	0	5.000	3.830	MS	26,750	80,250	08/06/2013	03/01/2028
606092-JC-9	MISSOURI JT MUN ELEC UTIL COMM SERIES A				.1FE	1,147,016	114.1740	1,136,031	995,000	1,124,675	0	(13,217)	0	0	5.000	3.220	JD	4,146	49,750	03/13/2015	12/01/2029
646139-AZ-5	NEW JERSEY ST TURNPIKE AUTH SERIES A			2	.1FE	1,869,648	113.0610	1,865,507	1,650,000	1,820,055	0	(19,571)	0	0	5.000	3.430	JJ	41,250	82,500	05/14/2014	01/01/2030
64972H-XG-2	NEW YORK NY CITY TRANSITIONAL SERIES S-2				.1FE	3,582,720	116.8110	3,504,330	3,000,000	3,481,217	0	(67,346)	0	0	5.000	2.340	JJ	69,167	158,333	06/18/2015	07/15/2023
64990A-FB-6	NEW YORK ST DORM AUTH SALES TA			2	.1FE	2,367,620	118.7710	2,375,420	2,000,000	2,365,988	0	(1,632)	0	0	5.000	2.830	MS	25,556	0	12/08/2016	03/15/2031
650009-FB-1	NEW YORK ST THRUWAY AUTH			2	.1FE	870,983	115.9860	869,895	750,000	854,263	0	(11,356)	0	0	5.000	3.030	JJ	18,750	37,500	07/01/2015	01/01/2027
650009-G3-1	NEW YORK ST THRUWAY AUTH			2	.1FE	1,915,568	114.7480	1,893,342	1,650,000	1,868,118	0	(23,660)	0	0	5.000	3.120	JJ	41,250	82,500	12/04/2014	01/01/2030
66285W-NB-8	NORTH TEX TIYV AUTH REV				.1FE	631,060	115.5520	612,426	530,000	613,097	0	(10,717)	0	0	5.000	2.541	JJ	13,250	26,500	04/09/2015	01/01/2024
679111-US-1	OKLAHOMA ST TURNPIKE AUTH				.1FE	994,633	103.9300	878,209	845,000	870,307	0	(24,818)	0	0	5.000	1.961	JJ	21,125	42,250	10/13/2011	01/01/2018
684517-OB-4	ORANGE CITY FL SCH BRD COPS SERIES A			2	.1FE	2,308,173	114.4320	2,403,072	2,100,000	2,261,601	0	(18,055)	0	0	5.000	3.821	FA	43,750	105,000	03/19/2014	08/01/2029
709224-CJ-6	PENNSYLVANIA ST TURNPIKE COMM SERIES A				.1FE	1,752,420	113.8130	1,707,195	1,500,000	1,697,685	0	(21,710)	0	0	5.000	3.109	JD	6,250	75,000	05/22/2014	12/01/2027
709224-EV-7	PENNSYLVANIA ST TURNPIKE COMM			2	.1FE	1,409,434	112.1300	1,390,412	1,240,000	1,378,494	0	(15,024)	0	0	5.000	3.380	JD	5,167	62,000	11/06/2014	12/01/2031
71883P-JJ-2	PHOENIX ARIZ CIVIC IMPT CORP			2	.1FE	675,768	115.9320	683,999	590,000	655,700	0	(7,600)	0	0	5.000	3.311	JJ	14,750	29,500	03/19/2014	07/01/2029
735389-VJ-4	PORT SEATTLE WASH REV SERIES B			2	.1FE	378,232	116.7160	379,327	325,000	370,892	0	(5,261)	0	0	5.000	2.930	MS	5,417	17,378	07/22/2015	03/01/2026
79575D-PS-3	SALT RIVER PROJ AZ AGRIC IMPT				.1FE	804,203	107.0820	706,741	660,000	700,371	0	(20,540)	0	0	5.000	1.741	JD	2,750	33,000	10/04/2011	12/01/2018
812643-JM-7	SEATTLE WASH MUN LIGHT & POWER				.1FE	880,575	113.8270	853,703	750,000	827,310	0	(16,011)	0	0	5.000	2.560	JJ	18,750	37,500	07/23/2013	07/01/2021
882806-BH-4	TEXAS ST TECH UNIV REVENUE				.1FE	2,480,540	108.9820	2,179,640	2,000,000	2,174,453	0	(64,653)	0	0	5.000	1.590	FA	37,778	100,000	02/14/2012	08/15/2019
977092-WN-1	WISCONSIN ST CLEAN WTR REV SERIES 1			2	.1FE	1,094,866	116.7650	1,091,753	935,000	1,071,168	0	(16,298)	0	0	5.000	2.811	JD	3,896	46,750	06/19/2015	06/01/2028
2599999	Subtotal - Bonds - U.S. Special Revenues - Issuer Obligations					44,923,740	XXX	43,919,576	39,361,000	43,203,311	0	(554,604)	0	0	XXX	XXX	XXX	551,002	1,617,454	XXX	XXX
3128M7-W6-9	FHLMC POOL G05769			4	.1	609,538	110.9360	611,857	551,540	607,612	0	(735)	0	0	5.000	2.719	MON	2,298	27,577	02/10/2015	12/01/2039
3128M9-K2-7	FHLMC GOLD POOL G07213			4	.1	1,123,508	102.9980	1,090,163	1,058,431	1,121,125	0	55	0	0	3.500	2.245	MON	3,087	37,045	03/27/2013	11/01/2042
3128MJ-TW-0	FHLMC GOLD POOL G08564			4	.1	1,354,888	107.3660	1,374,577	1,280,272	1,354,123	0	(350)	0	0	4.500	2.316	MON	4,801	57,612	12/26/2013	12/01/2043
312943-ZY-2	FGLMC POOL A95259			4	.1	685,446	105.5680	680,845	644,935	644,935	0	(421)	0	0	4.000	2.332	MON	2,150	25,797	11/19/2015	12/01/2040
3132L7-YL-7	FHLMC POOL V82515			4	.1	2,169,949	102.6110	2,104,295	2,050,750	2,168,658	0	(1,291)	0	0	3.500	2.800	MON	5,981	23,925	07/26/2016	06/01/2046
3132M4-KD-6	FHLMC GOLD POOL Q24192			4	.1	4,356,578	105.7350	4,327,188	4,092,484	4,350,738	0	(2,785)	0	0	4.000	2.762	MON	13,642	163,699	06/16/2015	01/01/2044
3136AD-3F-4	FNMA SERIES 2013-45 CLASS CD			4	.1	1,210,609	106.0890	1,165,249	1,098,369	1,186,577	0	(4,004)	0	0	4.000	1.887	MON	3,661	43,935	04/10/2013	12/25/2042
3137B0-XC-3	FHLMC MULTIFAMILY STRUCTURED SERIES 4182 CLASS KT			4	.1	1,172,101	104.1510	1,127,881	1,082,929	1,151,450	0	(5,180)	0	0	3.500	1.516	MON	3,159	37,902	05/01/2013	05/15/2041
3138AX-XV-8	FNMA POOL AJ6091			4	.1	990,163	105.6280	977,110	925,048	987,596	0	(773)	0	0	4.000	2.547	MON	3,083	37,002	03/27/2013	12/01/2041
3138E1-HX-8	FNMA POOL AJ8345			4	.1	1,159,220	105.6090	1,144,485	1,083,700	1,156,064	0	(583)	0	0	4.000	2.336	MON	3,612	43,348	03/15/2013	12/01/2041
3138EB-HI-8	FNMA POOL AK6544			4	.1	1,030,404	102.8620	997,694	969,935	1,018,494	0	(3,313)	0	0	3.000	1.640	MON	2,425	29,098	04/08/2013	04/01/2027
3138EG-HT-4	FNMA POOL AL0241			4	.1	913,866	105.5290	897,763	850,726	910,751	0	(849)	0	0	4.000	2.487	MON	2,836	34,029	04/08/2013	04/01/2041
3138EK-NK-7	FNMA POOL AL3093			4	.1	1,637,154	103.0980	1,593,272	1,545,396	1,632,257	0	251	0	0	3.500	2.521	MON	4,507	54,089	03/15/2013	02/01/2043
3138EK-RG-2	FNMA POOL AL3186			4	.1	174,796	112.2320	176,836	157,563	174,381	0	(119)	0	0	5.500	2.027	MON	722	8,666	03/21/2014	03/01/2039
3138EK-UJ-4	FNMA POOL AL3307			4	.1	1,386,898	105.8610	1,411,504	1,333,356	1,385,192	0	(244)	0	0	4.000	3.088	MON	4,445	53,334	06/25/2013	11/01/2042
3138EK-WI-1	FNMA POOL AL3344			4	.1	679,816	108.6840	689,509	634,416	677,762	0	(738)	0	0	4.500	3.343	MON	2,379	28,549	09/20/2013	10/01/2042
3138EL-BR-3	FNMA POOL AL3647			4	.1	921,986	105.5790	912,139	863,940	920,666	0	(453)	0	0	4.000	2.298	MON	2,880	34,558	12/18/2014	12/01/2042
3138EP-DB-7	FNMA POOL AL6397			4	.1	4,232,399	104.3500	4,184,405	4,009,971	4,219,501	0	(7,288)	0	0	3.500	1.946	MON	11,696	140,349	06/16/2015	01/01/2030
3138I9-MF-4	FNMA POOL AS0357			4	.1	3,764,832	105.8500	3,741,306	3,534,535	3,759,971	0	(2,062)	0	0	4.000	2.318	MON	11,782	141,381	06/16/2015	09/01/2043
3138I9-TN-3	FNMA POOL AS3256			4	.1	4,475,561	105.8620	4,439,306	4,193,484	4,470,443	0	(2,136)	0	0	4.000	2.640	MON	13,978	167,739	06/17/2015	09/01/2044
3138I9-2D-2	FNMA POOL AS4371			4	.1	990,493	102.8060	992,089	965,011	990,423	0	(70)	0	0	3.500	3.289	MON	2,815	0	12/09/2016	02/01/2045
3138I9-RW-3	FNMA POOL AS4100			4	.1	1,195,576	107.9900	1,179,425	1,092,162	1,193,799	0	(1,016)	0	0	4.500	2.615	MON	4,096	49,147	03/26/2015	12/01/2044
3138I9-MT-5	FNMA POOL AX2169			4	.1	1,311,609	106.2160	1,307,535	1,231,016	1,309,391	0	(671)	0	0	4.000	2.743	MON	4,103	49,241	11/04/	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	B o n d C h a r	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
31418A-66-8	FNMA POOL MA1770			4	1	1,030,108		1,033,082	959,774	1,028,129	0	(309)	0	0	4.500	2.420	MON	3,599	43,190	01/30/2014	02/01/2044
31418A-JL-3	FNMA POOL MA1166			4	1	1,163,214		1,140,638	1,096,725	1,157,040	0	(1,073)	0	0	3.500	2.039	MON	3,199	38,385	03/15/2013	09/01/2032
31419D-4K-4	FNMA POOL AE3525			4	1	573,869		563,034	533,676	572,047	0	(519)	0	0	4.000	2.279	MON	1,779	21,347	04/03/2013	03/01/2041
2699999. Subtotal - Bonds - U.S. Special Revenues - Residential Mortgage-Backed Securities						51,388,909	XXX	50,686,477	48,208,770	51,239,151	0	(45,876)	0	0	XXX	XXX	XXX	156,453	1,714,193	XXX	XXX
3199999. Total - U.S. Special Revenues Bonds						96,312,649	XXX	94,606,053	87,569,770	94,442,462	0	(600,480)	0	0	XXX	XXX	XXX	707,455	3,331,647	XXX	XXX
00081T-AJ-7	ACCO BRANDS CORP SERIES 144A			2	4FE	240,000		100,6880	241,651	240,000	0	0	0	0	5.250	5.250	JD	315	0	12/08/2016	12/15/2024
00101J-AH-9	ADT CORP			3	3FE	336,175		95,5000	324,700	340,000	(11,572)	97	0	0	4.125	4.321	JD	623	7,013	10/27/2016	06/15/2023
00130H-BS-3	AES CORPORATION			3	3FE	1,668,750		111,3900	1,670,850	1,500,000	1,626,710	121,080	(24,370)	0	7.375	5.243	JJ	55,313	110,625	03/20/2015	07/01/2021
00130H-BW-4	AES CORPORATION			3	3FE	990,000		100,0000	1,000,000	1,000,000	991,370	108,072	798	0	5.500	5.632	AO	11,611	55,000	04/30/2015	04/15/2025
00165A-AH-1	AMC ENTERTAINMENT INC			2	4FE	260,000		102,2500	265,850	260,000	0	0	0	0	5.750	5.750	JD	664	14,950	07/27/2015	06/15/2025
00206R-CR-1	AT&T INC			2	2FE	1,247,788		99,2060	1,240,075	1,250,000	1,248,164	0	0	0	2.800	2.808	FA	13,028	18,278	01/29/2016	02/17/2021
00287Y-AN-9	ABBVIE INC			2	2FE	879,102		100,0750	880,660	880,000	879,584	0	297	0	1.800	1.835	MM	2,068	15,840	05/05/2015	05/14/2018
00287Y-AU-3	ABBVIE INC			2	2FE	284,504		97,9790	279,240	285,000	284,564	0	60	0	2.300	2.337	MM	856	3,314	05/09/2016	05/14/2021
00912X-AT-1	AIR LEASE CORP			2	2FE	2,017,984		95,5390	1,953,773	2,045,000	2,019,130	0	1,147	0	3.000	3.211	MS	23,177	0	09/09/2016	09/15/2023
013817-AW-1	ALCOA INC			2	3FE	1,190,325		102,5000	1,209,500	1,180,000	1,189,120	116,283	(963)	0	5.125	5.001	AO	15,119	60,475	09/21/2015	10/01/2024
02005N-BF-6	ALLY FINANCIAL INC			2	3FE	1,466,162		99,7500	1,476,300	1,480,000	1,467,339	0	1,059	0	5.750	5.875	MM	9,692	85,100	11/17/2015	11/20/2025
023135-AH-9	AMAZON.COM INC			2	1FE	417,955		100,0390	420,164	420,000	419,617	0	415	0	1.200	1.301	MM	448	5,040	11/29/2012	11/29/2017
024747-AC-1	ABC SUPPLY CO INC SERIES 144A			2	4FE	666,250		103,0000	669,500	650,000	657,254	4,431	(5,303)	0	5.625	4.727	AO	7,719	36,563	04/07/2015	04/15/2021
024747-AD-9	ABC SUPPLY CO INC SERIES 144A			2	4FE	240,000		103,0000	247,200	240,000	240,000	0	0	0	5.750	5.750	JD	613	14,605	11/19/2015	12/15/2023
02665W-BG-5	AMERICAN HONDA FINANCE SERIES MTN			2	1FE	2,165,660		96,5060	2,094,180	2,170,000	2,165,920	0	280	0	1.700	1.742	MS	11,477	0	09/06/2016	09/09/2021
026874-CZ-8	AMERICAN INTERNATIONAL GROUP			2	2FE	533,919		100,4720	537,525	535,000	534,435	0	213	0	2.300	2.343	JJ	5,640	12,305	07/09/2014	07/16/2019
032095-AD-3	AMPHENOL CORP			2	2FE	724,261		100,1010	725,732	725,000	724,824	0	247	0	1.550	1.585	MS	3,309	11,238	09/09/2014	09/15/2017
03674P-AL-7	ANTERO RESOURCES FINANCE SERIES W1			2	3FE	637,000		102,2500	664,625	650,000	640,031	118,287	1,744	0	5.375	5.743	MM	5,823	34,938	03/25/2015	11/01/2021
037833-CC-2	APPLE COMPUTER INC			2	1FE	664,076		96,6820	642,935	665,000	664,149	0	73	0	1.550	1.579	FA	4,209	0	07/28/2016	08/04/2021
045054-AC-7	ASSTEAD CAPITAL INC SERIES 144A			2	3FE	1,365,000		104,7500	1,361,750	1,300,000	1,351,990	43,418	(7,678)	0	5.625	4.820	AO	18,281	73,125	04/07/2015	10/01/2024
05531F-AN-3	B&T CORPORATION			2	1FE	459,328		100,5170	462,378	460,000	459,796	0	136	0	2.050	2.081	JD	314	9,430	06/14/2013	06/19/2018
060505-EL-4	BANK OF AMERICA CORP SERIES Z			2	3FE	293,240		104,5000	303,050	290,000	293,240	0	0	0	6.500	6.428	AO	3,561	18,850	02/19/2016	01/01/9999
06051G-EX-3	BANK OF AMERICA CORP MTN			2	2FE	1,929,564		100,8550	1,916,245	1,900,000	1,913,368	0	(6,338)	0	2.600	2.245	JJ	22,779	49,400	05/20/2014	01/15/2019
07177M-AL-7	BAXALTA INC SERIES W1			2	2FE	1,089,174		100,7650	1,098,339	1,090,000	1,089,267	0	93	0	3.600	3.614	JD	872	39,240	05/27/2016	06/23/2022
075887-BD-0	BECTON DICKINSON AND CO			2	2FE	460,000		100,2270	461,044	460,000	460,000	0	0	0	1.800	1.800	JD	368	8,280	12/04/2014	12/15/2017
109641-AH-3	BRINKER INTERNATIONAL INC SERIES 144A			2	2FE	331,250		99,7500	329,175	330,000	331,214	0	(36)	0	5.000	4.941	AO	4,492	0	09/20/2016	10/01/2024
1248EP-BK-8	CCO HLDGS LLC / CAP CORP SERIES 144A			2	3FE	1,168,700		103,7500	1,203,500	1,160,000	1,167,743	14,368	(826)	0	5.875	5.762	MM	11,358	68,150	10/28/2015	05/01/2027
12505B-AC-4	CBRE SERVICES INC			2	2FE	638,675		103,1160	608,384	590,000	631,377	0	(4,303)	0	5.250	4.203	MS	9,120	30,975	04/07/2015	03/15/2025
12505J-AD-5	CBL & ASSOCIATES LP			2	2FE	1,020,148		100,6610	1,041,841	1,035,000	1,020,198	0	51	0	5.950	6.144	JD	3,079	0	12/06/2016	12/15/2026
125581-GN-2	CIT GROUP INC			3	3FE	51,000		106,2500	53,125	50,000	50,819	0	(181)	0	5.375	4.842	MM	343	2,688	02/24/2016	05/15/2020
125581-GR-3	CIT GROUP INC			3	3FE	2,080,000		103,2500	2,065,000	2,000,000	2,065,000	43,484	(8,484)	0	5.000	4.416	FA	41,667	100,000	04/23/2015	08/01/2023
12621E-AJ-2	CNO FINANCIAL GROUP INC			2	3FE	80,000		102,5000	82,000	80,000	80,000	0	0	0	4.500	4.500	MM	310	3,600	05/14/2015	05/30/2020
12621E-AK-9	CNO FINANCIAL GROUP INC			2	3FE	420,000		99,8750	419,475	420,000	419,475	(525)	0	0	5.250	5.250	MM	1,899	22,050	05/14/2015	05/30/2021
126307-AF-4	CSC HOLDINGS LLC			2	4FE	940,655		107,5000	938,000	900,850	91,659	(14,144)	0	0	6.750	4.574	MM	7,228	56,565	04/09/2015	11/15/2025
12646R-AB-1	CST BRANDS INC			2	3FE	1,023,750		103,2500	1,032,500	1,000,000	1,017,526	31,109	(3,583)	0	5.000	4.550	MM	8,333	50,000	03/17/2015	05/01/2023
126650-CJ-7	CVS/CAREMARK CORP			2	2FE	1,568,838		101,4610	1,592,938	1,570,000	1,569,158	0	222	0	2.800	2.816	JJ	19,660	43,960	07/13/2015	07/20/2020
128195-AN-4	CALATLANTIC GROUP INC			2	3FE	340,000		97,5000	331,500	340,000	331,500	(8,500)	0	0	5.250	5.250	JD	1,488	8,975	05/25/2016	06/01/2026
131347-CK-0	CALPINE CORPORATION SERIES 144A			2	3FE	230,000		98,5000	226,550	230,000	226,550	0	0	0	5.250	5.250	JD	1,006	6,071	05/24/2016	06/01/2026
13342B-AN-5	CAMERON INTERNATIONAL CORP			2	1FE	569,721		99,9610	569,778	570,000	569,957	0	94	0	1.400	1.417	JD	355	9,405	06/17/2014	06/15/2017
140420-NL-0	CAPITAL ONE BANK USA			2	2FE	249,970		99,9290	249,823	250,000	249,996	0	10	0	1.300	1.304	JD	235	3,250	06/03/2014	06/05/2017
14042R-BT-7	CAPITAL ONE NA			2	2FE	1,327,939		97,5710	1,297,694	1,330,000	1,328,056	0	117	0	2.250	2.283	MS	8,978	3,250	09/08/2016	09/13/2021
14162V-AA-4	CARE CAPITAL PROPERTIES LP SERIES 144A			2	2FE	140,000		97,4110	136,375	140,000	140,000	0	0	0	5.125	5.125	FA	3,328	0	07/07/2016	08/15/2026
143436-AL-7	CARMIKE CINEMAS INC SERIES 144A			2	4FE	130,000		105,5000	137,150	130,000	130,000	0	0	0	6.000	5.996	JD	347	8,450	06/10/2015	06/15/2023
14574X-AD-6	CARROLS RESTAURANT GROUP INC SERIES W1			2	4FE	50,000		107,7500	53,875	50,000	50,000	0	0	0	8.000	8.000	MM	667	4,000	08/18/2015	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	B o n d C h a r	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
15135B-AH-4	CENTENE CORP SERIES W1			2	3FE	170,000	105.3750	179,138	170,000	170,000	.0	.0	.0	.0	6.125	6.125	FA	3,934	5,322	07/12/2016	02/15/2024
15135B-AJ-0	CENTENE CORP			2	3FE	1,060,000	97.6250	1,034,825	1,060,000	1,034,825	(25,175)	.0	.0	.0	4.750	4.750	JJ	7,273	.0	10/26/2016	01/15/2025
153527-AL-0	CENTURY GARDEN & PET CO			2	4FE	181,100	105.5000	189,900	180,000	180,920	378	(158)	.0	.0	6.125	6.002	MN	1,409	11,209	11/06/2015	11/15/2025
156700-AZ-9	CENTURYTEL INC SERIES W1			2	3FE	1,696,790	95.0000	1,596,000	1,680,000	1,596,000	177,824	(1,424)	.0	.0	5.625	5.485	AO	23,625	94,500	10/15/2015	04/01/2025
161175-AX-2	CHARTER COMM OPT LLC CAP SERIES W1			2	3FE	185,000	102.0240	188,744	185,000	185,000	.0	.0	.0	.0	3.579	3.579	JJ	2,906	.0	12/01/2016	07/23/2020
161175-AY-0	CHARTER COMM OPT LLC CAP SERIES W1			2	3FE	980,000	105.3930	1,032,851	980,000	980,000	.0	.0	.0	.0	4.908	4.908	JJ	21,110	.0	12/01/2016	07/23/2025
16412X-AB-1	CHENIERE CORP CHRISTI HD SERIES 144A			2	3FE	590,000	102.0310	601,983	590,000	590,000	.0	.0	.0	.0	5.875	5.875	MS	2,118	.0	12/05/2016	03/31/2025
165167-CN-5	CHESAPEAKE ENERGY CORP			2	5FE	682,500	91.2500	2,965,625	3,250,000	682,500	2,171,034	5,830	2,396,434	.0	4.875	5.925	AO	33,448	158,438	04/30/2015	04/15/2022
166764-AE-0	CHEVRONTEXACO CORP			2	1FE	1,030,000	100.3060	1,033,152	1,030,000	1,030,000	.0	.0	.0	.0	1.718	1.718	JD	344	17,695	06/17/2013	06/24/2018
17275R-BG-6	CISCO SYSTEMS INC			2	1FE	2,367,369	98.9100	2,344,167	2,370,000	2,367,611	.0	242	.0	.0	1.400	1.438	MS	9,309	.0	09/13/2016	09/20/2019
203372-AN-7	COMSCOPE INC SERIES 144A			2	3FE	80,000	102.2500	81,800	80,000	80,000	.0	.0	.0	.0	4.375	4.375	JD	156	3,500	05/28/2015	06/15/2020
20337Y-AA-5	COMSCOPE TECH FINANCE L SERIES 144A			2	4FE	320,700	106.0000	339,200	320,000	320,589	12,662	(73)	.0	.0	6.000	5.965	JD	853	19,200	05/28/2015	06/15/2025
20341H-AA-3	COMMUNICATIONS SALES & I SERIES 144A			2	3FE	1,821,375	103.2500	1,868,825	1,810,000	1,818,540	109,806	(1,717)	.0	.0	6.000	5.873	AO	22,927	108,600	04/23/2015	04/15/2023
20605P-AE-1	CONCHO RESOURCES INC			2	3FE	693,000	103.6300	725,410	700,000	693,587	.0	587	.0	.0	5.500	5.676	AO	9,625	19,250	05/05/2016	04/01/2023
20826F-AS-5	CONOCOPHILLIPS COMPANY			2	1FE	724,638	106.2220	770,110	725,000	724,697	.0	59	.0	.0	4.200	4.211	MS	8,966	15,817	03/03/2016	03/15/2021
21036P-AN-8	CONSTELLATION BRANDS			2	2FE	1,584,375	106.1500	1,592,250	1,500,000	1,571,290	48,844	(7,554)	.0	.0	4.750	4.039	MN	9,104	71,250	03/19/2015	11/15/2024
21036P-AP-3	CONSTELLATION BRANDS			2	2FE	160,000	106.0000	169,600	160,000	160,000	.0	.0	.0	.0	4.750	4.750	JD	633	7,537	11/19/2015	12/01/2025
212015-AN-1	CONTINENTAL RESOURCES INC SERIES W1			2	3FE	63,275	92.2500	73,800	80,000	64,529	.0	1,254	.0	.0	3.800	7.213	JD	253	3,040	03/07/2016	06/01/2024
212015-AO-4	CONTINENTAL RESOURCES INC			2	3FE	257,725	85.5000	324,900	380,000	258,808	.0	1,083	.0	.0	4.900	7.713	JD	1,552	18,620	03/07/2016	06/01/2044
22025Y-AM-2	CORRECTIONS CORP OF AMERICA			2	3FE	1,256,250	99.7500	1,246,875	1,250,000	1,246,875	10,611	(1,236)	.0	.0	4.125	4.009	AO	12,891	51,563	03/18/2015	04/01/2020
22025Y-AQ-3	CORRECTIONS CORP OF AMERICA			2	3FE	600,000	99.7500	598,500	600,000	598,500	1,500	.0	.0	.0	5.000	5.000	AO	6,333	31,667	09/21/2015	10/15/2022
23311R-AA-4	DCP MIDSTREAM SERIES 144A			2	3FE	282,025	101.0000	292,900	290,000	282,904	.0	69	.0	.0	6.750	7.001	MS	5,764	9,788	08/26/2016	09/15/2037
23331A-BK-4	D R HORTON INC			2	2FE	816,000	102.7500	822,000	800,000	816,654	9,268	(3,173)	.0	.0	4.000	3.546	FA	12,089	32,000	04/08/2015	02/15/2020
23340J-AA-7	DS SERVICES OF AMERICA I SERIES 144A			2	3FE	1,172,500	109.6250	1,096,250	1,000,000	1,084,748	98	(50,351)	.0	.0	10.000	4.423	MS	33,333	100,000	03/18/2015	09/01/2021
233851-CX-8	DAIMLER CHRYSLER FINANCE NA SE SERIES 144A			2	1FE	749,790	97.7210	732,908	750,000	749,797	.0	7	.0	.0	2.200	2.206	AO	2,796	.0	10/26/2016	10/30/2021
25272K-AA-1	DIAMOND 1 FIN DIAMOND 2 SERIES 144A			2	2FE	839,790	102.0810	857,480	840,000	839,829	.0	39	.0	.0	3.480	3.489	JD	2,436	14,616	05/17/2016	06/01/2019
25272K-AU-7	DIAMOND 1 FIN DIAMOND 2 SERIES 144A			2	3FE	322,600	106.3930	340,458	320,000	322,286	.0	(314)	.0	.0	5.875	5.644	JD	836	9,034	06/08/2016	06/15/2021
25272K-AW-3	DIAMOND 1 FIN DIAMOND 2 SERIES 144A			2	3FE	180,000	111.0180	199,832	180,000	180,000	.0	.0	.0	.0	7.125	7.125	JD	570	6,163	06/08/2016	06/15/2024
25466A-AG-6	DISCOVER BANK SERIES BKTN			2	2FE	1,319,696	101.1990	1,335,827	1,320,000	1,319,787	.0	58	.0	.0	3.100	3.105	JD	3,069	40,920	06/01/2015	06/04/2020
25470X-AW-5	DISH DBS CORP			2	3FE	2,778,625	102.9000	2,778,300	2,700,000	2,700,717	297,789	(72)	.0	.0	5.875	5.871	MN	20,269	158,625	03/27/2015	11/15/2024
25470X-AY-1	DISH DBS CORP SERIES W1			2	4FE	170,000	112.7500	191,675	170,000	170,000	.0	.0	.0	.0	7.750	7.750	JJ	7,246	.0	10/03/2016	07/01/2026
256746-AD-0	DOLLAR TREE INC SERIES W1			2	3FE	930,791	103.0000	927,000	900,000	925,638	.0	(5,153)	.0	.0	5.250	3.783	MS	15,750	23,625	07/26/2016	03/01/2020
26441C-AK-1	DUKE ENERGY CORP			2	2FE	1,248,638	100.4250	1,255,313	1,250,000	1,249,589	.0	275	.0	.0	2.100	2.123	JD	1,167	26,250	06/10/2013	06/15/2018
26969P-AA-6	EAGLE MATERIALS INC			2	3FE	262,600	99.7500	259,350	260,000	259,350	(3,162)	(88)	.0	.0	4.500	4.375	FA	4,843	.0	07/28/2016	08/01/2026
278642-AG-8	EBAY INC			2	2FE	1,399,216	100.0420	1,400,588	1,400,000	1,399,895	.0	193	.0	.0	1.350	1.364	JJ	8,715	18,900	06/07/2013	07/15/2017
29078E-AA-3	EMBARQ CORP			2	3FE	1,111,560	93.7500	937,500	1,000,000	937,500	(4,863)	(1,232)	86,405	.0	7.995	6.254	JD	6,663	79,950	04/08/2015	06/01/2036
29273R-AH-2	ENERGY TRANSFER PARTNERS			2	2FE	1,132,910	106.2360	1,062,360	1,000,000	1,059,101	.0	(38,121)	.0	.0	6.700	2.655	JJ	33,500	67,000	01/12/2015	07/01/2018
29273R-AX-7	ENERGY TRANSFER PARTNERS			2	2FE	556,810	103.5540	559,192	540,000	552,124	.0	(3,120)	.0	.0	4.150	3.479	AO	5,603	22,410	06/18/2015	10/01/2020
316770-BD-0	FIFTH THIRD BANK SERIES MTN			2	1FE	699,881	100.6320	704,424	700,000	699,934	.0	39	.0	.0	2.150	2.156	FA	5,477	15,050	08/17/2015	08/20/2018
31942D-AB-3	FIRST CASH FINANCIAL SERVICES			2	3FE	1,251,000	103.2500	1,239,000	1,200,000	1,234,997	68,536	(9,539)	.0	.0	6.750	5.753	AO	20,250	81,000	04/09/2015	04/01/2021
345397-HD-1	FORD MOTOR CREDIT CO			2	2FE	751,478	100.5820	724,190	720,000	724,038	.0	(8,921)	.0	.0	3.000	1.735	JD	1,140	21,600	11/07/2013	06/12/2017
345397-HL-3	FORD MOTOR CREDIT CO			2	2FE	479,822	101.1940	485,731	480,000	479,935	.0	36	.0	.0	2.875	2.883	AO	3,450	13,800	09/26/2013	10/01/2018
345397-XH-1	FORD MOTOR CREDIT CO			2	2FE	1,000,000	100.1360	1,001,360	1,000,000	1,000,000	.0	.0	.0	.0	2.240	2.240	JD	996	22,400	06/11/2015	06/15/2018
35671D-AZ-8	FREEMONT-MCMORAN C&G			2	3FE	88,075	91.7500	119,275	130,000	91,602	.0	3,527	.0	.0	3.875	10.469	MS	1,483	5,038	03/01/2016	03/15/2023
35671D-BC-8	FREEMONT-MCMORAN C&G			2	3FE	115,200	82.7520	157,229	190,000	115,729	.0	529	.0	.0	5.450	9.532	MS	3,049	10,355	03/02/2016	03/15/2043
35671D-BD-6	FREEMONT-MCMORAN C&G			2	3FE	44,000	99.2500	49,625	50,000	46,303	.0	2,303	.0	.0	2.375	8.997	MS	350	1,188	03/02/2016	03/15/2018
35671D-BG-9	FREEMONT-MCMORAN C&G			2	3FE	89,400	97.5000	117,000	120,000	94,650	.0	5,250	.0	.0	3.100	11.121	MS	1,095	3,720	03/01/2016	03/15/2020
35671D-BV-6	FREEMONT-MCMORAN INC FREEMONT-MCMORAN INC SER W1-144			2	2FE	1,018,220	105.0000	1,291,500	1,230,000	1,019,380											

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
37045V-AJ-9	GENERAL MOTORS CO				2FE	2,075,163	.96	3910	1,812,151	1,880,000	2,069,704		(3,249)		5.200	4.561	AO	24,440	97,760	04/08/2015	04/01/2045
37045V-AK-6	GENERAL MOTORS CO				2FE	69,944	.114	3010	80,011	70,000	69,954		10		6.600	6.606	AO	1,155	2,798	02/18/2016	04/01/2036
37045V-AL-4	GENERAL MOTORS CO				2FE	29,973	.117	2690	35,181	30,000	29,977		4		6.750	6.756	AO	506	1,226	02/18/2016	04/01/2046
37045X-BB-1	GENERAL MOTORS FINL CO				2FE	1,249,425	.101	0610	1,263,263	1,250,000	1,249,610		177		3.100	3.116	JJ	17,868	29,278	10/07/2015	01/15/2019
37247D-AP-1	GENWORTH FINANCIAL INC				3FE	1,909,081	.92	2500	1,706,625	1,850,000	1,706,625	217,586		47,294	7.625	6.519	MS	38,009	166,500	04/20/2015	09/24/2021
37331N-AD-3	GEORGIA PACIFIC SERIES 144A				2FE	1,199,964	.103	0330	1,236,396	1,200,000	1,199,966				3.734	3.734	JJ	20,661	44,808	06/18/2013	07/15/2023
375558-BH-5	GILEAD SCIENCES INC				1FE	1,306,974	.96	7540	1,267,477	1,310,000	1,307,119		145		1.950	1.995	MS	7,167		09/15/2016	03/01/2022
377316-AM-6	PH GLATFELTER CO				3FE	697,575	.101	7500	722,425	710,000	699,935	2,360			5.375	5.797	AO	8,057	38,163	01/04/2016	10/15/2020
378272-AJ-7	GLENCORE FUNDING LLC SERIES 144A				2FE	289,800	.99	5780	288,776	290,000	289,912		66		2.125	2.149	AO	1,284	6,163	04/08/2015	04/16/2018
38145G-AG-5	GOLDMAN SACHS GROUP INC				1FE	1,267,552	.97	1560	1,263,028	1,300,000	1,268,209		657		2.350	2.891	MN	7,977		11/18/2016	11/15/2021
38147M-AA-3	GOLDMAN SACHS GROUP INC				1FE	1,793,820	.101	3810	1,774,168	1,750,000	1,772,361		(14,056)		2.900	2.058	JJ	22,838	50,750	06/15/2015	07/19/2018
382550-BE-0	GOODYEAR TIRE & RUBBER				3FE	907,600	.103	0000	927,000	900,000	906,056		(1,370)		5.125	4.932	MN	5,894	47,406	11/10/2015	11/15/2023
382550-BF-7	GOODYEAR TIRE & RUBBER CO				3FE	190,000	.99	5440	189,134	190,000	189,134	(866)			5.000	5.000	MN	818	5,199	05/10/2016	05/31/2026
384780-AA-0	GRAIN SPECTRUM FUNDING I I SERIES 144A				1FE	424,895	.99	6410	423,369	424,895	424,895				3.290	3.290	AO	3,145	13,896	09/16/2014	10/10/2019
404119-BN-8	HCA INC				3FE	1,582,500	.102	8750	1,543,125	1,500,000	1,543,125	54,857	(7,982)		5.000	4.256	MS	22,083	75,000	03/19/2015	03/15/2024
404119-BO-1	HCA INC				3FE	214,250	.104	3750	208,750	200,000	208,750	8,459	(1,209)		5.250	4.360	AO	10,500	10,500	03/16/2015	04/15/2025
404119-BT-5	HCA INC				3FE	855,625	.103	3750	889,025	860,000	855,673	48			5.250	5.318	JD	2,007	33,863	12/01/2016	06/15/2026
410345-AJ-1	HANESBRANDS INC SERIES 144A				3FE	100,000	.97	0000	97,000	100,000	97,000	(3,000)			4.625	4.625	MN	591	2,428	05/03/2016	05/15/2024
410345-AL-6	HANESBRANDS INC SERIES 144A				3FE	100,000	.97	7500	97,750	100,000	97,750	(2,250)			4.875	4.874	MN	623	2,559	05/03/2016	05/15/2026
41283L-AG-0	HARLEY-DAVIDSON FINANCIAL SERV SERIES 144A				1FE	359,957	.100	4300	361,548	360,000	359,971		14		2.250	2.254	JJ	3,735	4,208	01/05/2016	01/15/2019
413875-AQ-8	HARRIS CORP				2FE	290,000	.99	8900	289,681	290,000	290,000				2.700	2.700	AO	1,392	7,830	04/22/2015	04/27/2020
43283Q-AA-8	HILTON GRAND VACA LLC IN SERIES 144A				3FE	340,000	.103	8750	353,175	340,000	340,000				6.125	6.125	JD	1,851		11/18/2016	12/01/2024
437076-BL-5	HOME DEPOT INC				1FE	647,686	.99	2050	644,833	650,000	648,078	392			2.000	2.073	AO	3,250	8,269	02/03/2016	04/01/2021
44891A-AC-1	HYUNDAI CAPITAL AMERICA SERIES 144A				2FE	589,929	.100	4170	592,460	590,000	599,956		23		2.400	2.404	AO	2,399	14,160	10/27/2015	10/30/2018
458140-AL-4	INTEL CORP				1FE	559,406	.100	1500	560,840	560,000	559,884		120		1.350	1.372	JD	336	7,560	12/11/2012	12/15/2017
46284V-AB-7	IRON MOUNTAIN INC SERIES 144A				3FE	500,000	.102	2500	511,250	500,000	500,000				4.375	4.375	JD	1,823	11,181	05/24/2016	06/01/2021
464287-22-6	ISHARES BARCLAYS AGGREGATE BON				1		.108	0600							0.000	0.000				01/01/2016	01/01/9999
464287-24-2	ISHARES IBOXX INV GRD CORP BON				2		.117	1800							0.000	0.000				01/01/2016	01/01/9999
464288-63-8	ISHARES INTERMEDIATE CREDIT				2		.108	1900							0.000	0.000				01/01/2016	01/01/9999
46625H-KA-7	JP MORGAN CHASE & CO				1FE	2,138,079	.99	7650	2,164,901	2,170,000	2,148,360	6,709			2.250	2.591	JJ	21,429	48,825	06/12/2015	01/23/2020
482480-AB-6	KLA-TENCOR CORPORATION				2FE	669,598	.100	5990	674,013	670,000	669,885	136			2.375	2.396	MN	2,652	15,913	10/30/2014	11/01/2017
49446R-AP-4	KIMCO REALTY CORP				2FE	649,557	.92	9760	608,993	655,000	649,732		176		2.800	2.895	AO	6,776		08/09/2016	10/01/2026
49446R-AR-0	KIMCO REALTY CORP				2FE	1,512,233	.95	5770	1,452,770	1,520,000	1,512,355	122			2.700	2.778	MS	5,814		11/01/2016	03/01/2024
49461B-AF-1	KINETICS CONCEPT/KCI USA SERIES 144A				3FE	275,800	.108	5000	282,100	260,000	273,752		(2,048)		7.875	5.966	FA	7,735	10,579	06/20/2016	02/15/2021
501797-AL-8	L BRANDS INC SERIES W I				3FE	1,700,000	.102	0000	1,734,000	1,700,000	1,700,000				6.875	6.875	MN	19,479	117,200	03/08/2016	11/01/2035
513075-BL-4	LAMAR MEDIA CORP SERIES W I				3FE	70,000	.105	2500	73,675	70,000	70,000				5.750	5.750	FA	1,677		08/26/2016	02/01/2026
513272-AA-2	LAMB WESTON HLD SERIES 144A				3FE	448,688	.100	2500	451,125	450,000	448,555	(145)			4.625	4.668	MN	3,006		11/30/2016	11/01/2024
513272-AB-0	LAMB WESTON HLD SERIES 144A				3FE	260,000	.98	9380	257,239	260,000	257,239	(2,761)			4.875	4.875	MN	1,831		11/01/2016	11/01/2026
526057-BU-7	LENNAR CORP				3FE	332,800	.103	8750	332,400	320,000	328,024	5,491	(2,868)		4.500	3.492	MN	1,840	14,400	04/21/2015	11/15/2019
526057-BW-3	LENNAR CORP				3FE	862,770	.99	0000	861,300	870,000	861,300	(2,394)	846		4.875	5.000	JD	1,885	47,125	10/29/2015	12/15/2023
527298-BC-6	LEVEL 3 FINANCING INC SERIES W I				3FE	311,930	.102	5000	307,500	300,000	307,500	4,031	(2,531)		5.625	4.621	JD	750	16,875	08/17/2015	02/01/2023
52736R-BG-6	LEVI STRAUSS & CO SERIES W I				3FE	489,925	.100	0000	490,000	490,000	486,842	(2,316)	8		5.000	4.971	MN	4,083	19,500	04/28/2016	05/01/2025
552953-CD-1	MGM MIRAGE INC				3FE	350,000	.96	2500	336,875	350,000	336,875	(13,125)			4.625	4.625	MS	5,935		08/16/2016	09/01/2026
55336V-AG-5	MPLX LP SERIES W I				2FE	1,008,761	.102	9690	1,008,581	1,000,000	1,008,581	(179)			4.875	4.739	JD	4,063	24,375	09/27/2016	12/01/2024
55342U-AF-1	MPT OPER PARTNERSP/FINL				3FE	140,300	.104	6250	146,475	140,000	140,264	(36)			6.375	6.331	MS	2,975	4,686	02/17/2016	03/01/2024
55342U-AG-9	MPT OPER PARTNERSP/FINL				3FE	130,000	.98	0000	130,000	130,000	127,400	(2,600)			5.250	5.250	FA	3,014		07/13/2016	08/01/2026
57665R-AF-3	MATCH GROUP INC SERIES W I				3FE	170,000	.105	5000	179,350	170,000	170,000				6.375	6.375	JD	903	5,419	08/15/2016	06/01/2024
59001A-AN-2	MERITAGE HOMES CORP				3FE	1,090,000	.108	5000	1,085,000	1,000,000	1,061,682	26,012	(16,830)		7.150	5.089	AO	15,094	71,500	04/10/2015	04/15/2020
59217G-AZ-2	MET LIFE GLOB FUNDING I SERIES SERIES 144A				1FE	858,822	.100	2820	862,425	860,000	859,640		238		1.875	1.904	JD	403	16,125	06/17/2013	06/22/2018
59491B-BP-8	MICROSOFT CORP				1FE	1,093,850	.96	9910	1,062,051	1,095,000	1,093,938		88		1.550	1.572	FA	6,742		08/01/2016	08/08/2021
595112-BC-6	MICRON TECHNOLOGY INC				3FE	968,150	.99	5000	1,014,900												

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
61746B-ED-4	MORGAN STANLEY SERIES MTN				1FE	123,805	.98,7960	123,495	125,000	123,829	.0	24	.0	.0	2.625	2.832	MN	401	.0	11/18/2016	11/17/2021
61761J-B3-2	MORGAN STANLEY				1FE	2,247,300	.0	2,250,000	2,250,000	2,268,005	.0	518	.0	.0	2.800	2.826	JD	2,625	63,000	06/11/2015	06/16/2020
62704P-AF-0	MURRAY ENERGY CORP SERIES 144A	2			5FE	39,100	.77,5000	263,500	340,000	39,100	268,172	.336	291,458	.0	11.250	12.000	AO	8,075	38,250	04/09/2015	04/15/2021
63938C-AC-2	NAVIENT CORP				3FE	1,490,685	103.7500	1,556,250	1,500,000	1,493,086	.0	1,396	.0	.0	5.875	6.000	MS	23,500	88,125	03/25/2015	03/25/2021
63938C-AD-0	NAVIENT CORP				3FE	180,000	105.7500	190,350	180,000	180,000	.0	.0	.0	.0	6.625	6.625	JJ	5,035	.0	07/26/2016	07/26/2021
64072T-AC-9	NEPTUNE FINCO CORP SERIES 144A	2			3FE	674,400	109.2500	699,200	640,000	670,517	8,195	(3,278)	.0	.0	6.625	5.765	JJ	19,551	32,507	10/28/2015	10/15/2025
651229-BA-3	NEWELL BRANDS INC SERIES W1	2			2FE	323,401	107.2510	332,478	310,000	322,966	.0	(435)	.0	.0	5.000	4.045	MN	1,981	7,750	10/25/2016	11/15/2023
654740-AL-3	NISSAN MOTOR ACCEPTANCE SERIES 144A				1FE	339,725	99.7790	339,249	340,000	339,797	.0	73	.0	.0	2.000	2.028	MS	2,134	3,381	03/02/2016	03/08/2019
654740-AS-8	NISSAN MOTOR ACCEPTANCE SERIES 144A				1FE	1,477,188	96.4950	1,428,126	1,480,000	1,477,348	.0	160	.0	.0	1.900	1.940	MS	8,358	.0	09/07/2016	09/14/2021
681936-BB-5	OMEGA HEALTHCARE INVESTORS	2			2FE	898,827	101.3280	922,085	910,000	900,999	.0	1,003	.0	.0	4.950	5.115	AO	11,261	45,045	10/16/2014	04/01/2024
68389X-BL-8	ORACLE CORPORATION	2			1FE	1,508,565	96.8800	1,453,200	1,500,000	1,508,119	.0	(446)	.0	.0	2.400	2.308	MS	17,400	.0	08/01/2016	09/15/2023
693304-AU-1	PECO ENERGY CO	2			1FE	2,299,356	97.0800	2,232,840	2,300,000	2,299,389	.0	33	.0	.0	1.700	1.706	MS	10,861	.0	09/14/2016	09/15/2021
69359R-EW-4	PNC BANK NA SERIES MTN				1FE	1,633,698	98.6790	1,628,204	1,650,000	1,634,071	.0	373	.0	.0	2.150	2.386	AO	6,110	.0	11/18/2016	04/29/2021
69371R-NA-4	PACCAR FINANCIAL CORP SERIES MTN				1FE	524,297	96.0740	524,389	525,000	524,349	.0	53	.0	.0	1.650	1.678	FA	3,369	.0	08/04/2016	08/11/2021
74153W-BZ-1	PRICOA GLOBAL FUND SERIES 144A				1FE	644,503	99.9330	644,568	645,000	644,856	.0	100	.0	.0	1.600	1.616	MN	917	10,320	05/21/2013	05/29/2018
742718-EN-5	PROCTER AND GAMBLE CO				1FE	634,879	98.9530	628,352	635,000	634,901	.0	21	.0	.0	1.850	1.854	FA	4,862	5,874	01/28/2016	02/02/2021
742718-EQ-8	PROCTER AND GAMBLE CO				1FE	498,975	98.2890	491,445	500,000	499,007	.0	32	.0	.0	1.700	1.743	MN	1,369	.0	10/31/2016	11/03/2021
745867-AV-3	PULTE HOMES INC	2			3FE	30,000	102.2500	30,675	30,000	30,000	.0	.0	.0	.0	4.250	4.250	MS	425	638	02/25/2016	03/01/2021
745867-AW-1	PULTE HOMES INC	2			3FE	381,175	99.2500	377,150	380,000	377,150	(3,947)	(78)	.0	.0	5.500	5.459	MS	6,967	10,450	02/25/2016	03/01/2026
74733V-AC-4	QEP RESOURCES INC	2			4FE	1,187,219	100.2500	1,303,250	1,300,000	1,187,219	355,908	588	92,277	.0	5.250	5.522	MN	11,375	68,250	03/26/2015	05/01/2023
74840L-AA-0	QUICKEN LOANS INC SERIES 144A				3FE	881,975	97.2500	855,800	880,000	855,800	17,835	(235)	.0	.0	5.750	5.712	MN	8,433	50,600	05/06/2015	05/01/2025
75281A-AV-1	RANGE RESOURCES CORP SERIES 144A	2			4FE	1,025,988	104.7500	1,047,500	1,000,000	1,024,378	.0	(1,610)	.0	.0	5.750	5.095	JD	4,792	11,979	09/16/2016	06/01/2021
759187-BL-0	REGIONS FINANCIAL CORP SERIES BKNT	2			2FE	988,822	100.3280	989,247	990,000	989,341	.0	375	.0	.0	2.250	2.290	MS	6,621	22,275	07/28/2015	09/14/2018
77340R-AK-3	ROCKIES EXPRESS PIPELINE SERIES 144A				3FE	1,260,000	105.2500	1,263,000	1,200,000	1,240,672	147,908	(11,236)	.0	.0	5.625	4.504	AO	14,250	67,500	03/26/2015	04/15/2020
77340R-AM-9	ROCKIES EXPRESS PIPELINE SERIES 144A				3FE	266,700	99.5000	278,600	280,000	267,008	25,999	209	.0	.0	6.875	7.292	AO	4,064	19,250	08/27/2015	04/15/2040
78355H-JZ-3	RYDER SYSTEM INC SERIES MTN	2			2FE	403,886	99.5430	403,149	405,000	404,236	.0	215	.0	.0	2.500	2.559	MN	1,406	10,125	05/04/2015	05/11/2020
78355H-KC-2	RYDER SYSTEM INC SERIES MTN	2			2FE	533,893	97.6580	522,470	535,000	533,921	.0	29	.0	.0	2.250	2.296	MS	1,772	.0	11/01/2016	09/01/2021
78442F-EJ-3	SLM CORP MTN				3FE	640,000	110.9400	710,016	640,000	640,000	7,680	.0	.0	.0	8.000	8.000	MS	13,653	51,200	09/11/2015	03/25/2020
78442F-ET-1	SLM CORP SERIES MTN				3FE	342,900	97.1250	349,650	360,000	345,518	50,614	1,504	.0	.0	6.125	6.839	MS	5,880	22,050	03/17/2015	03/25/2024
78454L-AL-4	SM ENERGY CO	2			4FE	401,754	96.5000	424,600	440,000	401,754	149,600	.0	38,246	.0	5.625	5.625	JD	2,663	24,750	05/07/2015	06/01/2025
78464A-47-4	SPDR BLOOMBERG BARCLAYS SHORT				2	.0	30.5300	.0	.0	.0	.0	.0	.0	.0	0.000	0.000	MON	.0	3,027	01/01/2016	01/01/9999
785592-AD-8	SPABINE PASS LIQUEFACTION	2			3FE	1,015,000	106.2500	1,062,500	1,000,000	1,012,290	136,472	(1,682)	.0	.0	5.625	5.383	AO	11,875	56,250	04/30/2015	04/15/2023
785592-AR-7	SPABINE PASS LIQUEFACTION SERIES 144A				3FE	260,000	100.8750	262,275	260,000	260,000	.0	.0	.0	.0	5.000	5.000	MS	3,539	.0	09/19/2016	03/15/2027
79546V-AL-0	SALLY HOLDINGS/SALLY CAP	2			2FE	310,000	104.0000	322,400	310,000	310,000	.0	.0	.0	.0	5.625	5.625	JD	1,453	17,341	11/18/2015	12/01/2025
80280J-DB-4	SANTANDER BANK NA				2FE	996,440	99.9580	999,580	1,000,000	998,752	.0	1,186	.0	.0	2.000	2.123	JJ	9,389	20,000	01/07/2015	01/12/2018
80874Y-AR-1	SCIENTIFIC GAMES CORP SERIES 144A	2			4FE	51,250	107.2500	53,625	50,000	51,135	.0	(115)	.0	.0	7.000	6.348	JJ	1,750	.0	07/06/2016	01/01/2022
817565-CB-8	SERVICE CORP INTERNATIONAL				3FE	643,250	104.2500	646,350	620,000	639,136	3,599	(3,063)	.0	.0	5.375	4.718	MN	4,258	33,325	08/10/2015	05/15/2024
832696-AD-0	JIM SMUCKER CO SERIES W1				2FE	294,631	100.1300	295,384	295,000	294,819	.0	148	.0	.0	1.750	1.802	MS	1,520	5,163	09/22/2015	03/15/2018
842587-CK-1	SOUTHERN CO				2FE	244,922	99.9490	244,875	245,000	244,983	.0	27	.0	.0	1.300	1.311	FA	1,203	3,185	08/19/2014	08/15/2017
843646-AN-0	SOUTHER POWER CO SERIES D				2FE	174,899	100.2640	175,462	175,000	174,954	.0	50	.0	.0	1.850	1.879	JD	270	3,363	11/12/2015	12/01/2017
843646-AS-9	SOUTHER POWER CO SERIES D				2FE	1,099,725	99.1620	1,090,782	1,100,000	1,099,730	.0	5	.0	.0	1.950	1.958	JD	2,681	.0	11/10/2016	12/15/2019
84762L-AU-9	SPECTRUM BRANDS INC SERIES W1	2			3FE	700,000	103.7500	726,250	700,000	700,000	.0	.0	.0	.0	5.750	5.750	JJ	18,560	20,125	02/08/2016	07/15/2025
847788-AT-3	SPEEDWAY MOTORSPORTS INC SERIES W1				3FE	541,680	99.7500	528,675	530,000	528,675	5,888	(1,913)	.0	.0	5.125	4.674	FA	11,318	27,163	06/16/2015	02/01/2023
852061-AQ-3	SPRINT NEXTEL CORP SERIES 144A				4FE	3,313,125	108.5000	3,255,000	3,000,000	3,211,191	264,359	(60,668)	.0	.0	7.000	4.585	MS	70,000	210,000	04/30/2015	03/01/2020
85208N-AA-8	SPRINT SPECTRUM SPEC I SERIES A-1	4			2FE	449,993	100.1870	450,842	450,000	449,987	.0	(6)	.0	.0	3.360	3.374	MJSD	462	2,226	10/20/2016	09/20/2021
853496-AA-5	STANDARD INDUSTRIES INC SERIES 144A				3FE	130,588	104.2500	135,525	130,000	130,470	.0	(117)	.0	.0	5.125	4.998	FA	2,517	3,183	02/22/2016	02/15/2021
853496-AB-3	STANDARD INDUSTRIES INC SERIES 144A				3FE	190,000	103.5100	196,669	190,000	190,000	.0	.0	.0	.0	5.500	5.500	FA	3,948	4,993	02/18/2016	02/15/2023
855244-AJ-8	STARBUCKS CORP	2			1FE	139,920	99.6800	139,552	140,000	139,934	.0	14	.0	.0	2.100	2.112	FA	1,201	1,470	02/01/2016	02/04/2021
85571B-AE-5	STARWOOD PROPERTY TRUST INC SERIES 144A	2			3FE	340,00															

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1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
881609-BB-6	TESORO CORP SERIES 144A			2	3FE	350,000	100.6880	352,408	350,000	350,000	.0	.0	.0	.0	4.750	4.749	JD	416	.0	12/15/2016	12/15/2023
881600-AD-5	TESORO LOGISTICS LP CORP			2	3FE	40,100	105.0000	42,000	40,000	40,085	.0	.0	.0	.0	6.125	6.041	AO	517	1,225	05/09/2016	10/15/2021
881600-AM-5	TESORO LOGISTICS LP CORP			2	3FE	120,000	107.0000	128,400	120,000	120,000	.0	.0	.0	.0	6.375	6.375	MN	1,275	3,591	05/09/2016	05/01/2024
881600-AN-3	TESORO LOGISTICS LP CORP			2	3FE	630,975	102.1250	643,388	630,000	630,959	.0	.0	.0	.0	5.250	5.220	JJ	2,664	5,091	11/29/2016	01/15/2025
89469A-AC-8	TREEHOUSE FOODS INC. SERIES 144A			2	3FE	150,000	105.0000	157,500	150,000	150,000	.0	.0	.0	.0	6.000	6.000	FA	3,400	4,900	01/21/2016	02/15/2024
90249A-AH-3	TYSON FOODS INC			2	2FE	249,835	100.9530	252,383	250,000	249,912	.0	.0	.0	.0	2.650	2.664	FA	2,503	8,625	08/05/2014	08/15/2019
911365-BC-7	UNITED RENTALS			2	3FE	2,490,313	102.0000	2,499,000	2,450,000	2,480,295	42,368	(5,948)	.0	.0	4.625	4.321	JJ	52,250	113,313	04/20/2015	07/15/2023
92206C-40-9	ISHARES VANGUARD GROUP INTERM			2	2FE	.0	0.0000	.0	.0	.0	.0	.0	.0	.0	0.000	0.000		.0	11,682	01/01/2016	01/01/9999
92343V-CN-2	VERIZON COMMUNICATIONS SERIES			2	2FE	378,856	100.7290	382,770	380,000	379,186	.0	.154	.0	.0	3.000	3.048	MN	1,900	11,400	10/22/2014	11/01/2021
92343V-DG-6	VERIZON COMMUNICATIONS SERIES			2	2FE	278,779	95.9300	268,604	280,000	278,876	.0	.97	.0	.0	1.750	1.841	FA	2,042	.0	07/27/2016	08/15/2021
92826C-AB-8	VISA INC			2	1FE	674,426	100.3110	677,099	675,000	674,541	.0	.110	.0	.0	2.200	2.218	JD	701	14,850	12/09/2015	12/14/2020
928377-AB-6	VISTA OUTDOOR INC SERIES III			2	3FE	479,170	104.6880	492,034	470,000	478,773	.0	(397)	.0	.0	5.875	5.419	AO	6,903	.0	10/04/2016	10/01/2023
931427-AA-6	WALGREENS BOOTS ALLIANCE			2	2FE	998,790	101.3270	1,013,270	1,000,000	999,283	.0	236	.0	.0	2.700	2.726	MN	3,225	27,000	11/06/2014	11/18/2019
949746-RW-3	WELLS FARGO & COMPANY			2	1FE	2,880,630	95.4230	2,862,690	3,000,000	2,881,426	.0	796	.0	.0	3.000	3.501	AO	17,250	.0	11/30/2016	04/22/2026
949746-SA-0	WELLS FARGO & COMPANY			2	1FE	2,247,885	97.3060	2,189,385	2,250,000	2,248,060	.0	175	.0	.0	2.100	2.120	JJ	20,475	.0	07/18/2016	07/26/2021
952355-AQ-8	WEST CORPORATION SERIES 144A			2	3FE	916,750	102.2500	930,475	910,000	916,075	(189)	(486)	.0	.0	4.750	4.536	JJ	23,293	.0	09/06/2016	07/15/2021
960413-AN-2	WESTLAKE CHEMICAL CORP SERIES			2	2FE	1,883,915	103.7500	1,971,250	1,900,000	1,884,694	.0	779	.0	.0	4.875	5.024	MN	11,835	46,313	09/02/2016	05/15/2023
96208T-AA-2	WEX INC SERIES 144A			2	3FE	1,500,000	97.6250	1,464,375	1,500,000	1,464,375	99,375	.0	.0	.0	4.750	4.750	FA	29,688	71,250	04/20/2015	02/01/2023
963320-AS-5	WHIRLPOOL CORP SERIES 3YR			2	2FE	714,957	100.1430	716,022	715,000	714,988	.0	15	.0	.0	1.650	1.652	MN	1,966	11,798	10/30/2014	11/01/2017
966387-AH-5	WHITING PETROLEUM CORP			2	5FE	200,550	99.5840	209,126	210,000	202,297	47,655	1,552	.0	.0	5.750	6.767	MS	3,555	12,075	11/10/2015	03/15/2021
966387-AP-7	WHITING PETROLEUM CORP Series 144A			2	5FE	188,000	100.0000	200,000	200,000	188,561	44,246	316	.0	.0	6.250	7.308	AO	3,125	12,500	10/16/2015	04/01/2023
96926J-AA-5	WILLIAM CARTER			2	3FE	1,040,000	103.6250	1,036,250	1,000,000	1,024,726	5,965	(8,739)	.0	.0	5.250	4.243	FA	19,833	52,500	03/17/2015	08/15/2021
969457-BB-5	WILLIAMS COS INC			2	3FE	59,400	112.7500	60,200	80,000	59,910	.0	510	.0	.0	7.500	11.065	JJ	2,767	3,000	02/23/2016	01/15/2031
969457-BU-3	WILLIAMS COS INC			2	3FE	111,750	96.5000	144,750	150,000	115,216	.0	3,466	.0	.0	3.700	8.721	JJ	2,559	2,775	03/04/2016	01/15/2023
969457-BW-9	WILLIAMS COS INC			2	3FE	159,600	99.2500	218,350	220,000	163,870	.0	4,270	.0	.0	4.550	9.368	JD	1,599	10,010	03/01/2016	06/24/2024
97381W-AN-4	WINDSTREAM CORP			2	4FE	632,625	102.8000	719,600	700,000	645,634	44,600	11,285	.0	.0	7.750	10.278	AO	11,453	54,250	10/30/2015	10/15/2020
976656-CF-3	WISCONSIN ELECTRIC POWER			2	1FE	1,500,000	100.2420	1,503,630	1,500,000	1,500,000	.0	.0	.0	.0	1.700	1.700	JD	1,133	25,500	06/10/2013	06/15/2018
98212B-AG-8	WPX ENERGY INC			2	2FE	280,000	111.7500	312,900	280,000	280,000	56,000	.0	.0	.0	8.250	8.250	FA	9,625	23,678	07/17/2015	08/01/2023
983793-AD-2	XPO LOGISTICS INC SERIES 144A			2	4FE	340,000	105.0000	357,000	340,000	340,000	25,500	.0	.0	.0	6.500	6.500	JD	982	22,100	06/04/2015	06/15/2022
983919-AG-6	XILINX CORP			2	1FE	815,711	100.1010	820,828	820,000	818,053	.0	852	.0	.0	2.125	2.236	MS	5,131	17,425	03/05/2014	03/15/2019
98877D-AB-1	ZF NA CAPITAL SERIES 144A			2	3FE	372,400	103.1250	391,875	380,000	373,328	.0	928	.0	.0	4.500	4.878	AO	2,945	17,100	02/24/2016	04/29/2022
98877D-AC-9	ZF NA CAPITAL SERIES 144A			2	3FE	267,354	101.7500	274,725	270,000	267,713	10,320	218	.0	.0	4.750	4.875	AO	2,209	12,825	04/24/2015	04/29/2025
68245X-AB-5	1011778 BC/ NEW RED FIN SERIES 144A			2	4FE	406,215	102.0000	414,120	406,000	406,139	.0	(45)	.0	.0	4.625	4.612	JJ	8,659	18,778	05/14/2015	01/15/2022
00077T-AA-2	ROYAL BK OF SCOTLAND NV			2	3FE	1,938,864	111.7350	1,787,760	1,600,000	1,787,760	(18,558)	(36,530)	.0	.0	7.750	4.595	MN	15,844	124,000	03/28/2015	05/15/2023
00507U-AD-3	ACTAVIS FUNDING SCS SERIES III			2	2FE	653,279	100.4230	657,771	655,000	654,059	.0	367	.0	.0	2.450	2.511	JD	1,113	16,048	11/12/2014	06/15/2019
00507U-AM-3	ACTAVIS FUNDING SCS			2	2FE	779,618	100.5780	784,508	780,000	779,844	.0	127	.0	.0	2.350	2.367	MS	5,550	18,330	03/03/2015	03/12/2018
00687Y-AA-3	ADIENT GLOBAL HOLDINGS SERIES 144A			2	3FE	280,000	98.0000	274,400	280,000	274,400	(5,600)	.0	.0	.0	4.875	4.875	FA	5,005	.0	08/05/2016	08/15/2026
00772B-AF-8	AERCAP IRELAND CAP LTD/A SERIES III			2	2FE	2,409,274	103.6350	2,393,969	2,310,000	2,386,868	55,304	(15,974)	.0	.0	4.500	3.668	MN	13,283	103,950	07/30/2015	05/15/2021
00772B-AP-6	AERCAP IRELAND CAP LTD/A			2	2FE	308,400	103.0000	319,300	310,000	308,595	.0	195	.0	.0	4.625	4.719	JJ	7,169	10,753	02/23/2016	07/01/2022
013822-AA-9	ALCOA NEDERLAND HOLDING SERIES 144A			2	3FE	310,000	108.5000	336,350	310,000	310,000	.0	.0	.0	.0	6.750	6.750	MS	5,464	.0	09/22/2016	09/30/2024
013822-AB-7	ALCOA NEDERLAND HOLDING SERIES 144A			2	3FE	200,000	109.5000	219,000	200,000	200,000	.0	.0	.0	.0	7.000	7.000	MS	3,656	.0	09/22/2016	09/30/2026
034863-AG-5	ANGLO AMERICAN CAPITAL SERIES 144A			2	3FE	345,425	100.7510	413,079	410,000	351,665	.0	6,240	.0	.0	4.125	7.196	MS	4,416	16,913	03/17/2016	09/27/2022
034863-AM-2	ANGLO AMERICAN CAPITAL SERIES 144A			2	3FE	350,450	101.7500	417,175	410,000	358,386	.0	7,936	.0	.0	4.125	7.622	AO	3,570	16,913	03/18/2016	04/15/2021
034863-AP-5	ANGLO AMERICAN CAPITAL SERIES 144A			2	3FE	165,000	101.3750	202,750	200,000	167,264	.0	2,264	.0	.0	4.875	7.549	MN	9,750	9,750	03/02/2016	05/14/2025
03938L-AP-9	ARCELORMITTAL			2	3FE	102,700	109.7340	142,654	130,000	102,700	13,975	.0	.0	.0	8.000	10.393	AO	2,196	10,400	11/13/2015	10/15/2039
03938L-AS-3	ARCELORMITTAL			2	3FE	2,562,500	106.5000	2,662,500	2,500,000	2,563,376	873,661	(910)	.0	.0	7.750	7.521	MS	64,583	193,750	04/30/2015	03/01/2041
055451-AX-6	BHP BILLITON FINANCE SERIES 144A			2	2FE	220,000	112.2500	246,950	220,000	220,000	.0	.0	.0	.0	6.750	6.750	AO	2,970	14,850	10/14/2015	10/19/2075
06740L-BC-2	BARCLAYS BANK PLC			2	3FE	1,866,080	109.7500	1,756,000	1,600,000	1,756,000	(35,461)	(30,539)	.0	.0	7.625	4.980	MN	13,556	122,000	03/26/	

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates			
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22	
CUSIP Identification	Description	C o d e	F o r e i g n	B o n d C h a r	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date	
81727T-AA-6	SENSATA TECH UK FIN CO SERIES 144A	D		2	3FE	930,000	104.5000	971,850	930,000	930,000	0	0	0	0	6.250	6.250	FA	21,958	41,656	11/12/2015	02/15/2026	
86562M-AH-3	SUMITOMO MITSUI FINANCIAL GROU	D			1FE	1,750,000	98.3770	1,721,598	1,750,000	1,750,000	0	0	0	0	2.442	2.442	AO	8,547	0	10/11/2016	10/19/2021	
87927V-AM-0	TELECOM ITALIA CAPITAL	D			3FE	2,092,500	92.5000	1,850,000	2,000,000	1,850,000	7,839	(2,839)	0	0	6.000	5.605	MS	30,333	120,000	04/30/2015	09/30/2034	
92769X-AL-9	VIRGIN MEDIA SEC VIMED SERIES 144A	D		2	3FE	2,055,000	98.7500	1,975,000	2,000,000	1,975,000	35,494	(5,494)	0	0	5.250	4.815	JJ	48,417	135,625	04/20/2015	01/15/2026	
98954N-AA-7	ZIGGO SECURED FINANCE BV SERIES 144A	D		2	3FE	517,000	97.4800	506,896	520,000	506,896	(10,133)	29	0	0	5.500	5.573	JJ	7,786	0	11/02/2016	01/15/2027	
<b>3299999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations</b>						208,674,815	XXX	211,745,244	209,847,895	206,643,770	7,339,444	(384,761)	3,190,577	0	XXX	XXX	XXX	2,246,898	7,289,711	XXX	XXX	
36251H-AA-0	GS MORTGAGE SECURITIES TRUST SERIES 206-ICE2 CLASS A 144A			4	1FML	749,000	100.8780	755,576	749,000	749,000	0	0	0	0	2.465	2.477	MON	872	13,450	03/10/2016	02/15/2033	
46642E-AV-8	JPMBB COMMERCIAL MORTGAGE SECU SERIES 2014-C21 CLASS A2			4	1FML	1,472,897	102.0970	1,459,987	1,430,000	1,450,699	0	(9,236)	0	0	2.892	2.214	MON	3,446	41,353	07/01/2014	08/15/2047	
<b>3499999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities</b>						2,221,897	XXX	2,215,563	2,179,000	2,199,699	0	(9,236)	0	0	XXX	XXX	XXX	4,318	54,803	XXX	XXX	
001626-AC-4	ALM LOAN FUNDING			4	1FE	250,000	100.3990	250,999	250,000	250,000	0	0	0	0	2.834	2.618	JAJU	3,917	0	05/10/2016	07/15/2028	
02376T-AC-2	AMER AIRLIN 13-2 B PTT SERIES SERIES WI			4	3FE	1,113,831	103.7500	1,104,515	1,064,593	1,088,773	21,591	(8,703)	0	0	5.600	4.606	JJ	27,490	59,617	03/19/2015	07/15/2020	
161571-HC-1	CHASE ISSUANCE TRUST SERIES 2016-A2 CLASS A			4	1FE	1,589,996	99.0360	1,574,672	1,590,000	1,589,975	0	(21)	0	0	1.370	1.371	MON	968	10,770	06/07/2016	06/15/2021	
247367-BJ-3	DELTA AIRLINES SERIES 2007-1 CLASS B EETC			4	2FE	2,475,511	114.8800	2,425,473	2,111,310	2,395,563	0	(40,992)	0	0	8.021	3.676	FA	66,328	169,348	03/26/2015	08/10/2022	
60467M-AC-5	MIRANT MID-ATLANTIC LLC			4	1AM	147,681	85.2500	1,304,020	1,529,642	147,681	182,953	(23,120)	1,495,905	0	10.060	180.810	JD	427	153,882	03/25/2015	12/30/2028	
87165L-AF-8	SYNCHRONY CREDIT CARD MASTER SERIES 2015-1 CLASS A			4	1FE	449,911	100.9020	454,059	450,000	449,931	0	12	0	0	2.370	2.385	MON	474	10,665	03/09/2015	03/15/2023	
90345W-AE-4	US AIRWAYS SERIES 2012-1A ETC			4	2FE	633,410	108.7500	626,212	575,827	621,544	24,834	(7,910)	0	0	6.750	4.481	JD	3,023	38,868	04/23/2015	06/03/2021	
90932Q-AB-2	UNITED AIR 2014 2 B PTT SERIES B			4	2FE	2,936,929	102.2500	2,958,631	2,893,526	2,927,209	0	(4,194)	0	0	4.625	4.294	MS	43,865	133,826	03/26/2015	09/03/2022	
92348M-AA-7	VERIZON OWNER TRUST SERIES 2016-2A CLASS A 144A			4	1FE	819,915	99.5970	816,695	820,000	819,918	0	3	0	0	1.680	1.689	MON	1,492	0	11/16/2016	05/20/2021	
92911U-AC-2	VOYA CLO LTD SERIES 16-2A CLASS A2 144A			4	1FE	400,000	102.2110	408,845	400,000	400,000	0	0	0	0	2.978	2.988	JAJU	5,298	0	06/07/2016	07/19/2028	
36318H-AA-8	GALAXY CLO LTD SERIES 13-15A CLASS A 144A	D		4	1FE	1,186,200	99.6630	1,195,956	1,200,000	1,190,262	0	3,841	0	0	2.130	2.448	JAJU	5,396	22,240	10/28/2015	04/15/2025	
65531W-AA-8	NOMAD CLO LTD SERIES 2013-1A CLASS A1 144A	D		4	1FE	2,228,309	99.9620	2,249,152	2,250,000	2,239,182	0	3,859	0	0	2.080	2.279	JAJU	9,880	40,550	06/26/2015	01/15/2025	
67590Y-AC-4	B1 144A	D		4	1FE	3,100,000	100.8720	3,127,041	3,100,000	3,100,000	0	0	0	0	3.380	3.394	JAJU	22,120	47,063	03/23/2016	04/15/2027	
92329X-AA-6	VENTURE CDO LTD SERIES 2014-16A CLASS A1L 144A	D		4	1FE	3,085,228	100.1490	3,104,619	3,100,000	3,100,656	0	1,951	0	0	2.380	2.469	JAJU	15,576	65,375	06/26/2015	04/15/2026	
<b>3599999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities</b>						20,416,921	XXX	21,600,889	21,334,898	20,321,694	229,378	(75,274)	1,495,905	0	XXX	XXX	XXX	206,254	752,204	XXX	XXX	
<b>3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds</b>						231,313,633	XXX	235,561,696	233,361,793	229,165,163	7,568,822	(469,271)	4,686,482	0	XXX	XXX	XXX	2,457,470	8,096,718	XXX	XXX	
025816-AX-7	AMERICAN EXPRESS COMPANY				1FE	1,111,750	102.9840	1,029,840	1,000,000	1,030,811	0	(46,279)	0	0	6.150	1.428	FA	21,013	61,500	03/27/2015	08/28/2017	
172967-HY-0	CITIGROUP INC				2FE	868,782	100.0700	870,609	870,000	869,744	0	408	0	0	1.550	1.598	FA	5,132	13,485	08/07/2014	08/14/2017	
172967-JM-4	CITIGROUP INC SERIES P			2	3FE	750,000	98.7700	740,775	750,000	740,775	18,900	0	0	0	0.919	0.314	MN	5,702	44,625	04/20/2015	01/01/9999	
172967-JN-2	CITIGROUP INC				2FE	568,193	99.7800	568,746	570,000	569,184	0	597	0	0	1.700	1.809	AO	1,723	9,690	04/22/2015	04/27/2018	
<b>4299999. Subtotal - Bonds - Hybrid Securities - Issuer Obligations</b>						3,298,725	XXX	3,209,970	3,190,000	3,210,514	18,900	(45,274)	0	0	XXX	XXX	XXX	33,570	129,300	XXX	XXX	
<b>4899999. Total - Hybrid Securities</b>						3,298,725	XXX	3,209,970	3,190,000	3,210,514	18,900	(45,274)	0	0	0	XXX	XXX	XXX	33,570	129,300	XXX	XXX
<b>5599999. Total - Parent, Subsidiaries and Affiliates Bonds</b>						0	XXX	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0	XXX	XXX
<b>6099999. Subtotal - SVO Identified Funds</b>						0	XXX	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0	XXX	XXX
<b>7799999. Total - Issuer Obligations</b>						316,637,406	XXX	315,324,313	304,205,895	308,741,641	7,358,344	(1,971,686)	3,190,577	0	0	XXX	XXX	XXX	3,535,672	11,154,190	XXX	XXX
<b>7899999. Total - Residential Mortgage-Backed Securities</b>						63,245,980	XXX	62,435,132	59,534,768	63,078,491	0	(53,922)	0	0	0	XXX	XXX	XXX	189,128	2,038,382	XXX	XXX
<b>7999999. Total - Commercial Mortgage-Backed Securities</b>						2,221,897	XXX	2,215,563	2,179,000	2,199,699	0	(9,236)	0	0	0	XXX	XXX	XXX	4,318	54,803	XXX	XXX
<b>8099999. Total - Other Loan-Backed and Structured Securities</b>						20,416,921	XXX	21,600,889	21,334,898	20,321,694	229,378	(75,274)	1,495,905	0	0	XXX	XXX	XXX	206,254	752,204	XXX	XXX
<b>8199999. Total - SVO Identified Funds</b>						0	XXX	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0	XXX	XXX
<b>8399999 - Total Bonds</b>						402,522,204	XXX	401,575,897	387,254,561	394,341,525	7,587,722	(2,110,118)	4,686,482	0	0	XXX	XXX	XXX	3,935,372	13,999,579	XXX	XXX

E10.7

Schedule D - Part 2 - Section 1 - Preferred Stocks Owned

**N O N E**

Schedule D - Part 2 - Section 2 - Common Stocks Owned

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 3**

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
36179S-GK-7	GNMA 11 POOL MA3802 3.000% 07/20/46		11/22/2016	Daiwa Securities		2,259,519	2,215,554	4,985
36297F-RQ-7	GNMA POOL 710695 5.500% 07/15/39		03/10/2016	Nomura Securities		580,798	508,357	1,631
912828-TV-2	US TREASURY N/B 1.250% 10/31/19		11/01/2016	Goldman Sachs & Co		4,529,355	4,500,000	155
<b>0599999. Subtotal - Bonds - U.S. Governments</b>						<b>7,369,672</b>	<b>7,223,911</b>	<b>6,771</b>
12593C-AE-1	CPPIB CAPITAL INC SERIES 144A 1.250% 09/20/19	A	09/13/2016	Goldman Sachs & Co		2,383,356	2,390,000	.0
<b>1099999. Subtotal - Bonds - All Other Governments</b>						<b>2,383,356</b>	<b>2,390,000</b>	<b>0</b>
419792-LL-8	HAWAII ST SERIES FG 5.000% 10/01/29		12/14/2016	Jeffries & Co		2,972,425	2,500,000	22,917
<b>1799999. Subtotal - Bonds - U.S. States, Territories and Possessions</b>						<b>2,972,425</b>	<b>2,500,000</b>	<b>22,917</b>
167593-VN-9	CHICAGO ILL OHARE INTL ARPT SERIES C 5.000% 01/01/31		11/04/2016	Merrill Lynch		995,172	850,000	.0
3132L7-YL-7	FHLMC POOL V82515 3.500% 06/01/46		07/26/2016	Citigroup Global Markets		2,169,949	2,050,750	1,994
3138WD-2D-2	FNMA POOL AS4371 3.500% 02/01/45		12/09/2016	Goldman Sachs & Co		990,493	965,011	1,126
3140EV-VB-0	FNMA POOL BC1509 3.000% 08/01/46		08/04/2016	Wachovia Securities		3,692,519	3,537,743	2,948
314120-2W-8	FNMA POOL 932389 4.500% 01/01/40		02/01/2016	Bank of America		1,578,281	1,448,379	1,810
64990A-FB-6	NEW YORK ST DORM AUTH SALES TA 5.000% 03/15/31		12/08/2016	Citigroup Global Markets		2,367,620	2,000,000	20,556
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>						<b>11,794,034</b>	<b>10,851,883</b>	<b>28,434</b>
00081T-AJ-7	ACCO BRANDS CORP SERIES 144A 5.250% 12/15/24		12/08/2016	Bony/Barclyays Capital Inc		240,000	240,000	.0
00101J-AH-9	ADT CORP 4.125% 06/15/23		10/27/2016	Deutsche Bank		336,175	340,000	5,298
001626-AC-4	ALM LOAN FUNDING 2.834% 07/15/28		05/10/2016	Citigroup Global Markets		250,000	250,000	.0
00206R-CR-1	AT&T INC 2.800% 02/17/21		01/29/2016	Bony/Barclyays Capital Inc		1,247,788	1,250,000	.0
00287Y-AU-3	ABBVIE INC 2.300% 05/14/21		05/09/2016	Bank of America		284,504	285,000	.0
00912X-AT-1	AIR LEASE CORP 3.000% 09/15/23		09/09/2016	Various		2,017,984	2,045,000	3,444
02665W-BG-5	AMERICAN HONDA FINANCE SERIES MTN 1.700% 09/09/21		09/06/2016	Bank of America Securities		2,165,660	2,170,000	.0
037833-CC-2	APPLE COMPUTER INC 1.550% 08/04/21		07/28/2016	Goldman Sachs & Co		664,076	665,000	.0
060505-EL-4	BANK OF AMERICA CORP SERIES Z 6.500% Perpet.		02/19/2016	Various		293,240	290,000	6,336
07177M-AL-7	BAXALTA INC SERIES WI 3.600% 06/23/22		05/27/2016	Tax Free Exchange		1,089,174	1,090,000	16,786
109641-AH-3	BRINKER INTERNATIONAL INC SERIES 144A 5.000% 10/01/24		09/20/2016	Various		331,250	330,000	.0
12505J-AD-5	CBL & ASSOCIATES LP 5.950% 12/15/26		12/06/2016	Wachovia Securities		1,020,148	1,035,000	.0
125581-GN-2	CIT GROUP INC 5.375% 05/15/20		02/24/2016	Bony/Barclyays Capital Inc		51,000	50,000	776
128195-AN-4	CALATLANTIC GROUP INC 5.250% 06/01/26		05/25/2016	J P Morgan		340,000	340,000	.0
131347-CK-0	CALPINE CORPORATION SERIES 144A 5.250% 06/01/26		05/24/2016	Deutsche Bank		230,000	230,000	.0
14042R-BT-7	CAPITAL ONE NA 2.250% 09/13/21		09/08/2016	J P Morgan		1,327,939	1,330,000	.0
14162V-AA-4	CARE CAPITAL PROPERTIES LP SERIES 144A 5.125% 08/15/26		07/07/2016	Wachovia Securities		140,000	140,000	.0
15135B-AD-3	CENTENE CORP 4.750% 05/15/22		10/31/2016	Various		214,275	210,000	2,423
15135B-AF-8	CENTENE CORP SERIES WI 5.625% 02/15/21		07/12/2016	Tax Free Exchange		130,000	130,000	3,067
15135B-AH-4	CENTENE CORP SERIES WI 6.125% 02/15/24		07/12/2016	Tax Free Exchange		170,000	170,000	4,367
15135B-AJ-0	CENTENE CORP 4.750% 01/15/25		10/26/2016	Bony/Barclyays Capital Inc		1,060,000	1,060,000	.0
161175-AX-2	CHARTER COMM OPT LLC CAP SERIES WI 3.579% 07/23/20		12/01/2016	Tax Free Exchange		185,000	185,000	2,354
161175-AY-0	CHARTER COMM OPT LLC CAP SERIES WI 4.908% 07/23/25		12/01/2016	Tax Free Exchange		980,000	980,000	17,102
161571-HC-1	CHASE ISSUANCE TRUST SERIES 2016-A2 CLASS A 1.370% 06/15/21		06/07/2016	J P Morgan		1,589,996	1,590,000	.0
16412X-AB-1	CHENIERE CORP CHRISTI HD SERIES 144A 5.875% 03/31/25		12/05/2016	Goldman Sachs & Co		590,000	590,000	.0
17275R-BG-6	CISCO SYSTEMS INC 1.400% 09/20/19		09/13/2016	Citigroup Global Markets		2,367,369	2,370,000	.0
20605P-AE-1	CONCHO RESOURCES INC 5.500% 04/01/23		05/05/2016	Various		693,000	700,000	4,171
20826F-AS-5	CONOCOPHILLIPS COMPANY 4.200% 03/15/21		03/03/2016	J P Morgan		724,638	725,000	.0
212015-AN-1	CONTINENTAL RESOURCES INC SERIES WI 3.800% 06/01/24		03/07/2016	Citigroup Global Markets		63,275	80,000	836
212015-AQ-4	CONTINENTAL RESOURCES INC 4.900% 06/01/44		03/07/2016	Citigroup Global Markets		257,725	380,000	5,039
23311R-AA-4	DOP MIDSTREAM SERIES 144A 6.750% 09/15/37		08/26/2016	Bony/Barclyays Capital Inc		282,025	290,000	9,026
233851-CK-8	DAIMLER CHRYSLER FINANCE NA SE SERIES 144A 2.200% 10/30/21		10/26/2016	Citigroup Global Markets		749,790	750,000	.0
25272K-AA-1	DIAMOND 1 FIN DIAMOND 2 SERIES 144A 3.480% 06/01/19		05/17/2016	J P Morgan		839,790	840,000	.0
25272K-AU-7	DIAMOND 1 FIN DIAMOND 2 SERIES 144A 5.875% 06/15/21		06/08/2016	Various		322,600	320,000	.0
25272K-AW-3	DIAMOND 1 FIN DIAMOND 2 SERIES 144A 7.125% 06/15/24		06/08/2016	J P Morgan		180,000	180,000	.0
25470X-AY-1	DISH DBS CORP SERIES WI 7.750% 07/01/26		10/03/2016	Tax Free Exchange		170,000	170,000	4,026
256746-AD-0	DOLLAR TREE INC SERIES WI 5.250% 03/01/20		07/26/2016	Tax Free Exchange		930,791	900,000	19,031
26969P-AA-6	EAGLE MATERIALS INC 4.500% 08/01/26		07/28/2016	Various		262,600	260,000	.0
35671D-AZ-8	FREEMPORT-MCMORAN C&G 3.875% 03/15/23		03/01/2016	Goldman Sachs & Co		88,075	130,000	2,365
35671D-BC-8	FREEMPORT-MCMORAN C&G 5.450% 03/15/43		03/02/2016	Goldman Sachs & Co		115,200	190,000	4,916
35671D-BD-6	FREEMPORT-MCMORAN C&G 2.375% 03/15/18		03/02/2016	Goldman Sachs & Co		44,000	50,000	567
35671D-BG-9	FREEMPORT-MCMORAN C&G 3.100% 03/15/20		03/01/2016	Goldman Sachs & Co		89,400	120,000	1,746
35671D-BV-6	FREEMPORT-MCMORAN INC FREEMPORT-MCMORAN INC SER WI-144 6.875% 02/15/23		12/12/2016	Tax Free Exchange		1,018,220	1,230,000	.0
35906A-AT-5	FRONTIER COMM SERIES WI 8.875% 09/15/20		05/26/2016	Tax Free Exchange		40,000	40,000	700
35906A-AW-8	FRONTIER COMM SERIES WI 10.500% 09/15/22		05/26/2016	Tax Free Exchange		280,000	280,000	5,798
35906A-AZ-1	FRONTIER COMM SERIES WI 11.000% 09/15/25		05/26/2016	Tax Free Exchange		390,000	390,000	8,461
361841-AH-2	GLP CAPITAL LP / FIN II 5.375% 04/15/26		04/11/2016	Various		353,400	350,000	.0
36251H-AA-0	GS MORTGAGE SECURITIES TRUST SERIES 206-ICE2 CLASS A 144A 2.465% 02/15/33		03/10/2016	Goldman Sachs & Co		749,000	749,000	.0
36467W-AB-5	GAMESTOP CORP SERIES 144A 6.750% 03/15/21		03/04/2016	Bank of America		180,000	180,000	.0

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ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 3**

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
37045V-AK-6	GENERAL MOTORS CO 6.600% 04/01/36		02/18/2016	Goldman Sachs & Co		69,944	70,000	.0
37045V-AL-4	GENERAL MOTORS CO 6.750% 04/01/46		02/18/2016	Goldman Sachs & Co		29,973	30,000	.0
375558-BH-5	GILEAD SCIENCES INC 1.950% 03/01/22		09/15/2016	Banc of America Securities		1,306,974	1,310,000	.0
377316-AM-6	PH GLATFELTER CO 5.375% 10/15/20		01/04/2016	Stifel Nicolaus & Co		697,575	710,000	8,481
38145G-AG-5	GOLDMAN SACHS GROUP INC 2.350% 11/15/21		11/18/2016	First Tennessee Capital		1,267,552	1,300,000	4,752
382550-BF-7	GOODYEAR TIRE & RUBBER CO 5.000% 05/31/26		05/10/2016	Citigroup Global Markets		190,000	190,000	.0
404119-BT-5	HCA INC 5.250% 06/15/26		12/01/2016	Various		855,625	860,000	26,644
410345-AJ-1	HANESBRANDS INC SERIES 144A 4.625% 05/15/24		05/03/2016	J P Morgan		100,000	100,000	.0
410345-AL-6	HANESBRANDS INC SERIES 144A 4.875% 05/15/26		05/03/2016	J P Morgan		100,000	100,000	.0
41283L-AG-0	HARLEY-DAVIDSON FINANCIAL SERV SERIES 144A 2.250% 01/15/19		01/05/2016	J P Morgan		359,957	360,000	.0
43283Q-AA-8	HILTON GRAND VACA LLC IN SERIES 144A 6.125% 12/01/24		11/18/2016	Goldman Sachs & Co		340,000	340,000	.0
437076-BL-5	HOME DEPOT INC 2.000% 04/01/21		02/03/2016	J P Morgan		647,686	650,000	.0
46284V-AB-7	IRON MOUNTAIN INC SERIES 144A 4.375% 06/01/21		05/24/2016	Goldman Sachs & Co		500,000	500,000	.0
49446R-AP-4	KIMCO REALTY CORP 2.800% 10/01/26		08/09/2016	Bony/Barclays Capital Inc		649,557	655,000	.0
49446R-AR-0	KIMCO REALTY CORP 2.700% 03/01/24		11/01/2016	Wachovia Securities		1,512,233	1,520,000	.0
49461B-AF-1	KINETICS CONCEPT/KCI USA SERIES 144A 7.875% 02/15/21		06/20/2016	Bank of America		275,800	260,000	7,588
501797-AL-8	L BRANDS INC SERIES WI 6.875% 11/01/35		03/08/2016	Tax Free Exchange		1,700,000	1,700,000	41,556
513075-BL-4	LAMAR MEDIA CORP SERIES WI 5.750% 02/01/26		08/26/2016	Tax Free Exchange		70,000	70,000	280
513272-AA-2	LAMB WESTON HLD SERIES 144A 4.625% 11/01/24		11/30/2016	Various		448,688	450,000	383
513272-AB-0	LAMB WESTON HLD SERIES 144A 4.875% 11/01/26		11/01/2016	Goldman Sachs & Co		260,000	260,000	.0
52736R-BG-6	LEVI STRAUSS & CO SERIES WI 5.000% 05/01/25		04/28/2016	Bony/Barclays Capital Inc		203,500	200,000	.56
552953-CD-1	MGM MIRAGE INC 4.625% 09/01/26		08/16/2016	Bony/Barclays Capital Inc		350,000	350,000	.0
55336V-AG-5	MPLX LP SERIES WI 4.875% 12/01/24		09/27/2016	Tax Free Exchange		1,008,761	1,000,000	15,708
55342U-AF-1	MPT OPER PARTNERSP/FINL 6.375% 03/01/24		02/17/2016	Bank of America		140,300	140,000	.0
55342U-AG-9	MPT OPER PARTNERSP/FINL 5.250% 08/01/26		07/13/2016	Goldman Sachs & Co		130,000	130,000	.0
57665R-AF-3	MATCH GROUP INC SERIES WI 6.375% 06/01/24		08/15/2016	Tax Free Exchange		170,000	170,000	2,228
594918-BP-8	MICROSOFT CORP 1.550% 08/08/21		08/01/2016	MTGSUS6SXXX		1,095,850	1,095,000	.0
60855R-AG-5	MOLINA HEALTHCARE INC SERIES WI 5.375% 11/15/22		09/15/2016	Tax Free Exchange		584,466	580,000	10,392
60871R-AE-0	MOLSON COORS BREWING CO 1.450% 07/15/19		06/28/2016	Bank of America		419,790	420,000	.0
61746B-ED-4	MORGAN STANLEY SERIES MTN 2.625% 11/17/21		11/18/2016	Goldman Sachs & Co		123,805	125,000	.55
63938C-AD-0	NAVIENT CORP 6.625% 07/26/21		07/26/2016	J P Morgan		180,000	180,000	.0
651229-BA-3	NEWELL BRANDS INC SERIES WI 5.000% 11/15/23		10/25/2016	Tax Free Exchange		323,401	310,000	6,889
654740-AL-3	NISSAN MOTOR ACCEPTANCE SERIES 144A 2.000% 03/08/19		03/02/2016	Bank of America		339,725	340,000	.0
654740-AS-8	NISSAN MOTOR ACCEPTANCE SERIES 144A 1.900% 09/14/21		09/07/2016	Citigroup Global Markets		1,477,188	1,480,000	.0
68389X-BL-8	ORACLE CORPORATION 2.400% 09/15/23		08/01/2016	Citigroup Global Markets		1,508,565	1,500,000	2,700
693304-AU-1	PECO ENERGY CO 1.700% 09/15/21		09/14/2016	Morgan Stanley		2,299,356	2,300,000	.0
69353R-EW-4	PNC BANK NA SERIES MTN 2.150% 04/29/21		11/18/2016	Goldman Sachs & Co		1,633,698	1,650,000	2,365
69371R-N4-4	PACCAR FINANCIAL CORP SERIES MTN 1.650% 08/11/21		08/04/2016	Mitsubishi Securities		524,297	525,000	.0
742718-EN-5	PROCTER AND GAMBLE CO 1.850% 02/02/21		01/28/2016	Citigroup Global Markets		634,879	635,000	.0
742718-EQ-8	PROCTER AND GAMBLE CO 1.700% 11/03/21		10/31/2016	Morgan Stanley		498,975	500,000	.0
745867-AV-3	PULTE HOMES INC 4.250% 03/01/21		02/25/2016	Citigroup Global Markets		30,000	30,000	.0
745867-AW-1	PULTE HOMES INC 5.500% 03/01/26		02/25/2016	Various		381,175	380,000	.0
75281A-AV-1	RANGE RESOURCES CORP SERIES 144A 5.750% 06/01/21		09/16/2016	Tax Free Exchange		1,025,988	1,000,000	.0
78355H-KC-2	RYDER SYSTEM INC SERIES MTN 2.250% 09/01/21		11/01/2016	Mizuho Securities		533,893	535,000	.0
785592-AR-7	SABINE PASS LIQUEFACTION SERIES 144A 5.000% 03/15/27		09/19/2016	Bank of America		260,000	260,000	.0
80874Y-AR-1	SCIENTIFIC GAMES CORP SERIES 144A 7.000% 01/01/22		07/06/2016	Stifel Nicolaus & Co		51,250	50,000	.97
843646-AS-9	SOUTHER POWER CO SERIES D 1.950% 12/15/19		11/10/2016	Mizuho Securities		1,099,725	1,100,000	.0
84762L-AU-9	SPECTRUM BRANDS INC SERIES WI 5.750% 07/15/25		02/08/2016	Tax Free Exchange		700,000	700,000	2,572
85208N-AA-8	SPRINT SPECTRUM SPEC I SERIES A-1 3.360% 09/20/21		10/20/2016	Goldman Sachs & Co		449,993	450,000	.0
853496-AA-5	STANDARD INDUSTRIES INC SERIES 144A 5.125% 02/15/21		02/22/2016	Various		130,588	130,000	.9
853496-AB-3	STANDARD INDUSTRIES INC SERIES 144A 5.500% 02/15/23		02/18/2016	Bank of America		190,000	190,000	.0
855244-AJ-8	STARBUCKS CORP 2.100% 02/04/21		02/01/2016	Goldman Sachs & Co		139,920	140,000	.0
8571B-AE-5	STARWOOD PROPERTY TRUST INC SERIES 144A 5.000% 12/15/21		12/09/2016	J P Morgan		340,000	340,000	.0
858119-BE-9	STEEL DYNAMICS INC SERIES 144A 5.000% 12/15/26		11/29/2016	Bank of America		443,000	443,000	.0
881609-BB-6	TESORO CORP SERIES 144A 4.750% 12/15/23		12/15/2016	Goldman Sachs & Co		350,000	350,000	.0
881600-AD-5	TESORO LOGISTICS LP CORP 6.125% 10/15/21		05/09/2016	Citigroup Global Markets		40,100	40,000	184
881600-AM-5	TESORO LOGISTICS LP CORP 6.375% 05/01/24		05/09/2016	Citigroup Global Markets		120,000	120,000	.0
881600-AN-3	TESORO LOGISTICS LP CORP 5.250% 01/15/25		11/29/2016	FBC Dominion		630,975	630,000	.0
89469A-AC-8	TREEHOUSE FOODS INC. SERIES 144A 6.000% 02/15/24		01/21/2016	Bank of America		150,000	150,000	.0
92343V-DG-6	VERIZON COMMUNICATIONS SERIES 1.750% 08/15/21		07/27/2016	Goldman Sachs & Co		278,779	280,000	.0
92348M-AA-7	VERIZON OWNER TRUST SERIES 2016-2A CLASS A 144A 1.680% 05/20/21		11/16/2016	Bank of America		819,915	820,000	.0
928377-AB-6	VISTA OUTDOOR INC SERIES WI 5.875% 10/01/23		10/04/2016	Tax Free Exchange		479,170	470,000	230
92911U-AC-2	VOYA QLO LTD SERIES 16-2A CLASS A2 144A 2.978% 07/19/28		06/07/2016	Citigroup Global Markets		400,000	400,000	.0
949746-RII-3	WELLS FARGO & COMPANY 3.000% 04/22/26		11/30/2016	Morgan Stanley		2,880,630	3,000,000	10,750
949746-SA-0	WELLS FARGO & COMPANY 2.100% 07/26/21		07/18/2016	Wachovia Securities		2,247,885	2,250,000	.0

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 3**

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends
962355-AQ-8	WEST CORPORATION SERIES 144A 4.750% 07/15/21		09/06/2016	Various		916,750	910,000	2,921
960413-AN-2	WESTLAKE CHEMICAL CORP SERIES 4.875% 05/15/23		09/02/2016	Tax Free Exchange		1,883,915	1,900,000	28,817
969457-BB-5	WILLIAMS COS INC 7.500% 01/15/31		02/23/2016	Deutsche Bank		59,400	80,000	683
969457-BU-3	WILLIAMS COS INC 3.700% 01/15/23		03/04/2016	Goldman Sachs & Co		111,750	150,000	833
969457-BW-9	WILLIAMS COS INC 4.550% 06/24/24		03/01/2016	Various		159,600	220,000	1,754
988770-AB-1	ZF NA CAPITAL SERIES 144A 4.500% 04/29/22		02/24/2016	Citigroup Global Markets		372,400	380,000	5,700
00687Y-AA-3	ADIENT GLOBAL HOLDINGS SERIES 144A 4.875% 08/15/26	D.	08/05/2016	Citigroup Global Markets		280,000	280,000	0
00772B-AP-6	AERCAP IRELAND CAP LTD/A 4.625% 07/01/22	D.	02/23/2016	Citigroup Global Markets		158,400	160,000	1,131
013822-AA-9	ALCOA NEDERLAND HOLDING SERIES 144A 6.750% 09/30/24	D.	09/22/2016	Morgan Stanley		310,000	310,000	0
013822-AB-7	ALCOA NEDERLAND HOLDING SERIES 144A 7.000% 09/30/26	D.	09/22/2016	Morgan Stanley		200,000	200,000	0
034863-AG-5	ANGLO AMERICAN CAPITAL SERIES 144A 4.125% 09/27/22	D.	03/17/2016	Morgan Stanley		345,425	410,000	8,221
034863-AM-2	ANGLO AMERICAN CAPITAL SERIES 144A 4.125% 04/15/21	D.	03/18/2016	Morgan Stanley		350,450	410,000	7,038
034863-AP-5	ANGLO AMERICAN CAPITAL SERIES 144A 4.875% 05/14/25	D.	03/02/2016	Citigroup Global Markets		165,000	200,000	3,060
21684A-AD-8	RABOBANK NEDERLAND 5.250% 08/04/45	D.	02/19/2016	Deutsche Bank		272,050	270,000	788
225313-AJ-4	CREDIT AGRICOLE SA SERIES 144A 8.125% Perpet	D.	01/12/2016	Bank of America		250,000	250,000	0
67590Y-AC-4	OCTAGON INVESTMENT PARTNERS 26 SERIES 16-1A CLASS B1 144A 3.380% 04/15/27	D.	03/23/2016	CREDIT SUISSE SECURITIE		3,100,000	3,100,000	0
80627D-AC-0	SCHAEFFLER VERWALTUNG ZW SERIES 144A 4.750% 09/15/26	D.	09/08/2016	Citigroup Global Markets		270,000	270,000	0
86562M-AH-3	SUMITOMO MITSUI FINANCIAL GROU 2.442% 10/19/21	D.	10/11/2016	Goldman Sachs & Co		1,750,000	1,750,000	0
98954N-AA-7	ZIGGO SECURED FINANCE BV SERIES 144A 5.500% 01/15/27	D.	11/02/2016	CS First Boston		517,000	520,000	1,008
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					78,810,353	79,762,000	334,508
8399997	Total - Bonds - Part 3					103,329,840	102,727,794	392,630
8399998	Total - Bonds - Part 5					31,410,921	10,100,403	94,656
8399999	Total - Bonds					134,740,761	112,828,197	487,286
8999997	Total - Preferred Stocks - Part 3					0	XXX	0
8999998	Total - Preferred Stocks - Part 5					0	XXX	0
8999999	Total - Preferred Stocks					0	XXX	0
9799997	Total - Common Stocks - Part 3					0	XXX	0
9799998	Total - Common Stocks - Part 5					0	XXX	0
9799999	Total - Common Stocks					0	XXX	0
9899999	Total - Preferred and Common Stocks					0	XXX	0
9999999	Totals					134,740,761	XXX	487,286

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 4**

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
36179R-BW-8	GNMA 11 POOL MA2753 3.000% 04/20/45		12/01/2016	Paydown		334,179	334,179	340,863	340,765	0	(6,586)	0	(6,586)	0	334,179	0	0	0	6,389	04/20/2045
36179R-D7-1	GNMA 11 POOL MA2826 3.500% 05/20/45		12/01/2016	Paydown		1,082,732	1,082,732	1,125,365	1,124,835	0	(42,103)	0	(42,103)	0	1,082,732	0	0	0	23,220	05/20/2045
36179R-NW-5	GNMA 11 POOL MA3105 3.500% 09/20/45		12/01/2016	Paydown		393,935	393,935	411,170	411,035	0	(17,100)	0	(17,100)	0	393,935	0	0	0	8,620	09/20/2045
36180J-V6-8	GNMA POOL AD6937 3.500% 03/20/43		12/01/2016	Paydown		245,286	245,286	265,368	264,648	0	(19,363)	0	(19,363)	0	245,286	0	0	0	5,068	03/20/2043
36180K-B2-6	GNMA POOL AD7257 3.500% 03/15/43		12/01/2016	Paydown		23,307	23,307	25,099	25,025	0	(1,717)	0	(1,717)	0	23,307	0	0	0	441	03/15/2043
3620AC-Z3-1	GNMA POOL 726262 5.000% 09/15/39		12/01/2016	Paydown		136,951	136,951	150,646	150,254	0	(13,303)	0	(13,303)	0	136,951	0	0	0	3,064	09/15/2039
0599999	Subtotal - Bonds - U.S. Governments					2,216,390	2,216,390	2,318,511	2,316,562	0	(100,172)	0	(100,172)	0	2,216,390	0	0	0	46,802	XXX
3128M7-W6-9	FHLMC POOL G05769 5.000% 12/01/39		12/01/2016	Paydown		85,786	85,786	94,807	94,622	0	(8,836)	0	(8,836)	0	85,786	0	0	0	1,895	12/01/2039
3128M9-K2-7	FHLMC GOLD POOL G07213 3.500% 11/01/42		12/01/2016	Paydown		206,123	206,123	218,797	218,322	0	(12,199)	0	(12,199)	0	206,123	0	0	0	4,313	11/01/2042
3128MJ-TW-0	FHLMC GOLD POOL G08564 4.500% 12/01/43		12/01/2016	Paydown		563,307	563,307	596,137	595,954	0	(32,648)	0	(32,648)	0	563,307	0	0	0	13,006	12/01/2043
312943-ZY-2	FGLMC POOL A95259 4.000% 12/01/40		12/01/2016	Paydown		167,383	167,383	177,896	177,765	0	(10,382)	0	(10,382)	0	167,383	0	0	0	3,766	12/01/2040
3132M4-KD-6	FHLMC GOLD POOL Q24192 4.000% 01/01/44		12/01/2016	Paydown		649,856	649,856	691,792	691,306	0	(41,451)	0	(41,451)	0	649,856	0	0	0	13,959	01/01/2044
3136AD-3F-4	12/25/42		12/01/2016	Paydown		265,191	265,191	292,290	287,455	0	(22,264)	0	(22,264)	0	265,191	0	0	0	6,079	12/25/2042
3136G1-BU-2	FNMA 0.850% 10/30/17		10/31/2016	Call	100,000	4,500,000	4,498,210	4,498,210	808	0	268	0	268	0	4,499,019	0	981	981	38,250	10/30/2017
3137B0-XC-3	FHLMC MULTIFAMILY STRUCTURED SERIES 4182 CLASS KT 3.500% 05/15/41		12/01/2016	Paydown		219,814	219,814	237,914	234,774	0	(14,960)	0	(14,960)	0	219,814	0	0	0	4,169	05/15/2041
3138AX-XV-8	FNMA POOL AJ6091 4.000% 12/01/41		12/01/2016	Paydown		173,629	173,629	185,851	185,514	0	(11,885)	0	(11,885)	0	173,629	0	0	0	3,770	12/01/2041
3138E1-HX-8	FNMA POOL AJ8345 4.000% 12/01/41		12/01/2016	Paydown		291,934	291,934	312,278	311,585	0	(19,651)	0	(19,651)	0	291,934	0	0	0	7,203	12/01/2041
3138EB-HW-8	FNMA POOL AK6544 3.000% 04/01/27		12/01/2016	Paydown		176,220	176,220	187,206	185,644	0	(9,424)	0	(9,424)	0	176,220	0	0	0	2,811	04/01/2027
3138EG-HT-4	FNMA POOL AL0241 4.000% 04/01/41		12/01/2016	Paydown		177,931	177,931	191,137	190,663	0	(12,732)	0	(12,732)	0	177,931	0	0	0	4,313	04/01/2041
3138EK-NK-7	FNMA POOL AL3093 3.500% 02/01/43		12/01/2016	Paydown		233,349	233,349	247,204	246,427	0	(13,078)	0	(13,078)	0	233,349	0	0	0	4,270	02/01/2043
3138EK-RG-2	FNMA POOL AL3186 5.500% 03/01/39		12/01/2016	Paydown		55,812	55,812	61,917	61,812	0	(6,000)	0	(6,000)	0	55,812	0	0	0	1,640	03/01/2039
3138EK-US-4	FNMA POOL AL3307 4.000% 11/01/42		12/01/2016	Paydown		289,959	289,959	301,603	301,285	0	(11,326)	0	(11,326)	0	289,959	0	0	0	6,559	11/01/2042
3138EK-WI-1	FNMA POOL AL3344 4.500% 10/01/42		12/01/2016	Paydown		79,425	79,425	85,108	84,944	0	(5,519)	0	(5,519)	0	79,425	0	0	0	2,026	10/01/2042
3138EL-BR-3	FNMA POOL AL3647 4.000% 12/01/42		12/01/2016	Paydown		234,029	234,029	249,753	249,518	0	(15,489)	0	(15,489)	0	234,029	0	0	0	5,091	12/01/2042
3138EP-DB-7	FNMA POOL AL6397 3.500% 01/01/30		12/01/2016	Paydown		979,644	979,644	1,033,984	1,032,613	0	(52,969)	0	(52,969)	0	979,644	0	0	0	19,156	01/01/2030
3138EP-MF-4	FNMA POOL AS0357 4.000% 09/01/43		12/01/2016	Paydown		937,713	937,713	998,811	998,068	0	(60,355)	0	(60,355)	0	937,713	0	0	0	21,666	09/01/2043
3138IC-TN-3	FNMA POOL AS3256 4.000% 09/01/44		12/01/2016	Paydown		771,612	771,612	823,515	822,966	0	(51,354)	0	(51,354)	0	771,612	0	0	0	18,122	09/01/2044
3138ID-RW-3	FNMA POOL AS4100 4.500% 12/01/44		12/01/2016	Paydown		193,331	193,331	211,638	211,503	0	(18,171)	0	(18,171)	0	193,331	0	0	0	5,035	12/01/2044
3138Y3-MT-5	FNMA POOL AX2169 4.000% 11/01/44		12/01/2016	Paydown		194,139	194,139	206,849	206,605	0	(12,466)	0	(12,466)	0	194,139	0	0	0	4,861	11/01/2044
314020-2V-2	FNMA POOL 735288 5.000% 03/01/35		12/01/2016	Paydown		116,174	116,174	126,158	125,701	0	(9,527)	0	(9,527)	0	116,174	0	0	0	3,217	03/01/2035
314030-DX-4	FNMA POOL 745418 5.500% 04/01/36		12/01/2016	Paydown		138,183	138,183	150,361	149,943	0	(11,760)	0	(11,760)	0	138,183	0	0	0	3,994	04/01/2036
31416B-TA-6	FNMA POOL 995245 5.000% 01/01/39		12/01/2016	Paydown		262,981	262,981	287,636	286,966	0	(23,985)	0	(23,985)	0	262,981	0	0	0	7,179	01/01/2039
31416C-D3-7	FNMA POOL 995722 5.000% 05/01/38		12/01/2016	Paydown		191,904	191,904	208,276	207,681	0	(15,777)	0	(15,777)	0	191,904	0	0	0	5,084	05/01/2038
31416Y-XY-9	FNMA POOL AB3394 4.500% 08/01/41		12/01/2016	Paydown		247,674	247,674	269,152	268,701	0	(21,027)	0	(21,027)	0	247,674	0	0	0	5,798	08/01/2041
31417G-CE-4	FNMA POOL AB9068 3.500% 04/01/43		12/01/2016	Paydown		81,646	81,646	86,740	86,539	0	(4,893)	0	(4,893)	0	81,646	0	0	0	1,525	04/01/2043
31417G-CF-1	FNMA POOL AB9069 3.500% 04/01/43		12/01/2016	Paydown		253,028	253,028	269,376	268,552	0	(15,524)	0	(15,524)	0	253,028	0	0	0	4,746	04/01/2043
31418A-B6-8	FNMA POOL MA1770 4.500% 02/01/44		12/01/2016	Paydown		288,593	288,593	309,741	309,239	0	(20,646)	0	(20,646)	0	288,593	0	0	0	8,090	02/01/2044
31418A-JL-3	FNMA POOL MA1166 3.500% 09/01/32		12/01/2016	Paydown		266,900	266,900	283,080	281,839	0	(14,939)	0	(14,939)	0	266,900	0	0	0	5,592	09/01/2032
31419D-4K-4	FNMA POOL AE3525 4.000% 03/01/41		12/01/2016	Paydown		140,131	140,131	150,685	150,342	0	(10,211)	0	(10,211)	0	140,131	0	0	0	3,345	03/01/2041
3199999	Subtotal - Bonds - U.S. Special Revenues					13,433,401	13,433,401	14,043,192	14,023,058	0	(590,640)	0	(590,640)	0	13,432,420	0	981	981	240,530	XXX
00507V-AC-3	ACTIVISION BLIZZARD SERIES 144A 5.625% 09/15/21		10/19/2016	Call	104,2190	1,042,190	1,000,000	1,068,750	1,047,500	7,604	(14,229)	0	(6,625)	0	1,040,875	0	1,315	1,315	61,563	09/15/2021
00766T-AD-2	AECOM SERIES III 5.875% 10/15/24		02/24/2016	Bank of America Redemption		985,275	1,000,000	1,047,783	1,020,000	27,047	(619)	0	26,428	0	1,046,429	0	(61,154)	(61,154)	20,773	10/15/2024
02376T-AC-2	AMER AIRLIN 13-2 B PTT SERIES SERIES III 5.600% 07/15/20		07/15/2016	100,0000		114,245	114,245	119,528	116,529	2,317	(294)	0	2,023	0	118,552	0	(4,307)	(4,307)	4,982	07/15/2020
037833-BB-5	APPLE COMPUTER INC 0.900% 05/12/17		03/18/2016	Pershing		370,381	370,381	369,745	369,825	29	29	0	369,854	0	369,854	0	527	527	1,193	05/12/2017
050095-AM-0	ATWOOD OCEANICS INC 6.500% 02/01/20		04/26/2016	Various		298,638	500,000	481,250	267,500	216,305	862	0	217,167	0	484,667	0	(186,030)	(186,030)	23,882	02/01/2020
05070G-AE-8	AUDATEX NORTH AMERICA IN SERIES 144A 6.000% 06/15/21		02/24/2016	Corporate Action		303,750	300,000	317,157	302,250	12,096	(668)	0	11,428	0	313,678	0	(9,928)	(9,928)	3,900	06/15/2021
05463D-AA-8	AXIALL CORP 4.875% 05/15/23		09/02/2016	Tax Free Exchange		1,883,915	1,900,000	1,881,000	1,710,000	172,552	1,363	0	173,915	0	1,883,915	0	0	0	79,879	05/15/2023
058498-AT-3	BALL CORP 5.250% 07/01/25		03/23/2016	Various		7														

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 4**

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
097023-BE-4	BOEING CO 0.950% 05/15/18		11/01/2016	UBS Securities Inc		124,686	125,000	123,624	124,341	0	232	0	232	0	124,573	0	113	113	1,151	05/15/2018
126307-AF-4	CSC HOLDINGS LLC 6.750% 11/15/21		05/26/2016	Various		1,195,735	1,162,000	1,279,345	1,141,665	126,143	(5,805)	0	120,338	0	1,262,003	0	(66,268)	(66,268)	38,926	11/15/2021
130570-AF-4	CALIFORNIA RESOURCES CRP 6.000% 11/15/24		09/23/2016	Various		757,050	1,500,000	195,000	457,500	924,846	2,401	1,189,747	(262,500)	0	195,000	0	562,050	562,050	69,087	11/15/2024
140420-NG-1	CAPITAL ONE BANK USA SERIES BKNT 1.200% 02/13/17		11/17/2016	Pershing		739,867	740,000	739,697	739,886	0	91	0	91	0	739,977	0	(110)	(110)	11,297	02/13/2017
14987E-AC-1	COOH SAFARI LLC SERIES 144A 5.750% 02/15/26		02/29/2016	JP Morgan		511,341	510,000	510,000	510,000	0	0	0	0	0	510,000	0	1,341	1,341	8,390	02/15/2026
156700-AZ-9	CENTURYTEL INC SERIES WI 5.625% 04/01/25		02/22/2016	Bony/Barclays Capital Inc		17,200	20,000	20,128	16,900	3,226	(1)	0	3,225	0	20,125	0	(2,925)	(2,925)	450	04/01/2025
161175-AK-0	CHARTER COMM OPT LLC SERIES 144A 3.579% 07/23/20		05/24/2016	Tax Free Exchange		185,000	185,000	185,000	185,000	0	0	0	0	0	185,000	0	0	0	5,536	07/23/2020
161175-AM-6	CHARTER COMM OPT LLC SERIES 144A 4.908% 07/23/25		05/24/2016	Tax Free Exchange		980,000	980,000	980,000	980,000	0	0	0	0	0	980,000	0	0	0	40,216	07/23/2025
166764-AA-8	CHEVRONTXACO CORP 1.104% 12/05/17		03/18/2016	Baird & Co		289,284	290,000	290,000	290,000	0	0	0	0	0	290,000	0	(716)	(716)	952	12/05/2017
22160K-AE-5	HEALTH CARE REIT 1.125% 12/15/17		11/01/2016	Pershing		1,250,563	1,250,000	1,249,750	1,249,901	0	42	0	42	0	1,249,944	0	619	619	12,461	12/15/2017
247367-BJ-3	DELTA AIRLINES SERIES 2007-1 CLASS B EETC 8.021% 08/10/22		08/10/2016	100,0000		274,538	274,538	321,896	316,831	0	(2,422)	0	(2,422)	0	314,408	0	(39,870)	(39,870)	16,516	08/10/2022
25468P-CV-6	WALT DISNEY COMPANY 1.100% 12/01/17		11/22/2016	BONY/TORONTO DOMINION		259,854	260,000	258,151	259,278	0	340	0	340	0	259,618	0	236	236	2,836	12/01/2017
25470X-AB-1	DISH DBS CORP 7.875% 09/01/19		09/26/2016	Goldman Sachs & Co		280,128	250,000	282,813	271,875	6,370	(5,325)	0	1,045	0	272,920	0	7,208	7,208	21,109	09/01/2019
25470X-AW-5	DISH DBS CORP 5.875% 11/15/24		12/06/2016	Goldman Sachs & Co		102,000	100,000	99,375	89,000	10,422	48	0	10,470	0	99,470	0	2,530	2,530	6,267	11/15/2024
30066A-AD-7	EXAMWORKS GROUP INC 5.625% 04/15/23		04/29/2016	Bony/Barclays Capital Inc		461,575	430,000	430,350	427,850	2,464	(18)	0	2,446	0	430,296	0	31,279	31,279	13,345	04/15/2023
30161M-AP-8	EXELON GENERATION CO LLC 2.950% 01/15/20		09/14/2016	Morgan Stanley		389,857	380,000	379,928	379,941	0	10	0	10	0	379,951	0	9,906	9,906	13,203	01/15/2020
30219G-AJ-7	EXPRESS SCRIPTS HOLDING 1.250% 06/02/17		11/22/2016	Pershing		799,080	800,000	799,696	799,854	0	93	0	93	0	799,947	0	(867)	(867)	9,889	06/02/2017
30706V-AC-9	FAMILY TREE ESCROW LLC SERIES 144A 5.250% 03/01/20		07/26/2016	Tax Free Exchange		930,791	900,000	945,000	929,250	7,820	(6,279)	0	1,541	0	930,791	0	0	0	42,656	03/01/2020
345397-WIN-9	FORD MOTOR CREDIT CO 1.500% 01/17/17		12/09/2016	Bony/Barclays Capital Inc		435,087	435,000	434,591	434,866	0	122	0	122	0	434,988	0	99	99	9,171	01/17/2017
35906A-AR-9	FRONTIER COMM SERIES 144A 8.875% 09/15/20		05/26/2016	Tax Free Exchange		40,000	40,000	40,000	40,000	0	0	0	0	0	40,000	0	0	0	2,377	09/15/2020
35906A-AU-2	FRONTIER COMM SERIES 144A 10.500% 09/15/22		05/26/2016	Tax Free Exchange		280,000	280,000	280,000	278,950	1,050	0	0	1,050	0	280,000	0	0	0	19,682	09/15/2022
35906A-AX-6	FRONTIER COMM SERIES 144A 11.000% 09/15/25		05/26/2016	Tax Free Exchange		390,000	390,000	390,000	386,100	3,900	0	0	3,900	0	390,000	0	0	0	28,719	09/15/2025
38144L-AB-6	GOLDMAN SACH GROUP INC 6.250% 09/01/17		11/18/2016	Bony/Barclays Capital Inc		1,347,762	1,300,000	1,523,392	1,389,759	0	(47,817)	0	(47,817)	0	1,341,942	0	5,821	5,821	99,757	09/01/2017
384780-AA-0	GRAIN SPECTRUM FUNDING II SERIES 144A 3.290% 10/10/19		10/11/2016	Redemption		10,053	10,053	10,053	10,053	0	0	0	0	0	10,053	0	0	0	248	10/10/2019
404119-BQ-1	HCA INC 5.250% 04/15/25		12/01/2016	Deutsche Bank		702,625	700,000	749,875	705,250	41,448	(3,932)	0	37,516	0	742,766	0	(40,141)	(40,141)	41,956	04/15/2025
42809H-AE-7	HESS CORP 1.300% 06/15/17		10/28/2016	Call 100,4160		361,498	360,000	359,572	359,788	0	120	0	120	0	359,908	0	1,590	1,590	4,069	06/15/2017
46625H-JA-9	JP MORGAN CHASE & CO 3.150% 07/05/16		02/01/2016	Credit Suisse, New York		1,413,104	1,400,000	1,481,326	1,413,624	0	(2,442)	0	(2,442)	0	1,411,182	0	1,922	1,922	25,603	07/05/2016
471109-AN-8	JARDEN CORP SERIES 144A 5.000% 11/15/23		04/01/2016	Taxable Exchange		324,725	310,000	310,000	310,000	0	0	0	0	0	310,000	0	14,725	14,725	7,276	11/15/2023
501797-AK-0	L BRANDS INC SERIES 144A 6.875% 11/01/35		03/08/2016	Tax Free Exchange		1,700,000	1,700,000	1,700,000	1,700,000	0	0	0	0	0	1,700,000	0	0	0	41,556	11/01/2035
526057-BU-7	LENNAR CORP 4.500% 11/15/19		11/16/2016	Bony/Barclays Capital Inc		700,400	680,000	699,700	691,478	5,077	(3,847)	0	1,230	0	692,709	0	7,691	7,691	31,110	11/15/2019
527298-BC-6	LEVEL 3 FINANCING INC SERIES WI 5.625% 02/01/23		07/29/2016	Goldman Sachs & Co		105,000	100,000	103,977	102,000	1,679	(493)	0	1,186	0	103,186	0	1,814	1,814	3,563	02/01/2023
55336V-AF-7	MPLX LP SERIES 144A 4.875% 12/01/24		09/27/2016	Tax Free Exchange		1,008,761	1,000,000	1,009,439	1,009,408	0	(648)	0	(648)	0	1,008,761	0	0	0	40,083	12/01/2024
60855R-AF-7	MOLINA HEALTHCARE INC SERIES 144A 5.375% 11/15/22		09/15/2016	Tax Free Exchange		584,466	580,000	585,000	580,000	4,910	(444)	0	4,466	0	584,466	0	0	0	26,412	11/15/2022
61761J-VM-8	MORGAN STANLEY 1.875% 01/05/18		11/18/2016	Pershing		115,161	115,000	114,876	114,919	0	36	0	36	0	114,955	0	206	206	2,983	01/05/2018
62704P-AF-0	MURRAY ENERGY CORP SERIES 144A 11.250% 04/15/21		11/09/2016	Various		230,750	300,000	34,500	54,750	236,622	297	257,169	(20,250)	0	34,500	0	196,250	196,250	36,291	04/15/2021
68389X-AN-5	ORACLE CORPORATION 1.200% 10/15/17		11/22/2016	BONY/TORONTO DOMINION		500,420	500,000	499,135	499,683	0	160	0	160	0	499,843	0	577	577	6,717	10/15/2017

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 4**

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	
69353R-DY-1	PNC BANK NA MTN 1.500% 10/18/17		11/18/2016	Wachovia Securities		1,661,411	1,660,000	1,659,685	1,659,820	0	.89	0	.89	0	1,659,909	0	1,502	1,502	27,321	10/18/2017	
74005P-BH-6	PRAXAIR INC 1.250% 11/07/18		11/22/2016	JP Morgan		378,108	380,000	379,840	379,916	0	.26	0	.26	0	379,942	0	(1,835)	(1,835)	5,027	11/07/2018	
75281A-AM-1	RANGE RESOURCES CORP 5.750% 06/01/21		03/09/2016	Goldman Sachs & Co		176,000	200,000	209,500	158,000	49,111	(663)	0	48,448	0	206,449	0	(30,449)	(30,449)	3,290	06/01/2021	
75281A-AM-1	RANGE RESOURCES CORP 5.750% 06/01/21		09/16/2016	Tax Free Exchange		1,025,988	1,000,000	1,047,500	790,000	245,557	(9,569)	0	235,988	0	1,025,988	0	0	0	45,521	06/01/2021	
76117W-AB-5	05/15/23 SPECTRUM BRANDS INC SERIES 144A 5.750%		07/12/2016	Various		386,375	500,000	473,681	363,750	120,469	424	10,962	109,931	0	473,681	0	(87,306)	(87,306)	17,388	05/15/2023	
84762L-AT-2	07/15/25 SPEEDWAY MOTORSPORTS INC SERIES WII 5.125%		02/08/2016	Tax Free Exchange		700,000	700,000	700,000	700,000	0	0	0	0	0	700,000	0	0	0	28,846	07/15/2025	
847788-AT-3	02/01/23 TEAMHEALTH INC SERIES 144A 7.250%		02/24/2016	Bank of America		1,011,250	1,000,000	1,019,353	990,000	27,755	(474)	0	27,281	0	1,017,281	0	(6,031)	(6,031)	29,184	02/01/2023	
87815V-AG-8	12/15/23 US AIRWAYS SERIES 2012-1A ETC 6.750%		03/17/2016	Citigroup Global Markets		261,600	240,000	240,000	240,000	0	0	0	0	0	240,000	0	21,600	21,600	5,752	12/15/2023	
90345W-AE-4	06/03/21 UNITED AIR 2014 2 B PTT SERIES B 4.625%		12/03/2016	Redemption		35,032	35,032	38,535	36,784	1,511	(392)	0	1,119	0	37,903	0	(2,871)	(2,871)	1,774	06/03/2021	
90932Q-AB-2	09/03/22 VENTAS REALTY LP/CAP CRP 1.250% 04/17/17		09/06/2016	Redemption		306,474	306,474	311,071	310,485	0	(142)	0	(142)	0	310,343	0	(3,869)	(3,869)	10,544	09/03/2022	
92277G-AC-1	12/09/2016 VERIZON COMMUNICATIONS SERIES 2.500%		12/09/2016	Pershing		164,906	165,000	164,695	164,867	0	.98	0	.98	0	164,964	0	(58)	(58)	2,383	04/17/2017	
92343V-BN-3	09/15/16 VERIZON COMMUNICATIONS SERIES 1.350%		03/02/2016	Morgan Stanley		330,371	328,000	327,747	327,939	0	.16	0	.16	0	327,954	0	2,417	2,417	3,918	09/15/2016	
92343V-CE-2	06/09/17 VISTA OUTDOOR INC SERIES 144A 5.875%		12/05/2016	Call 100.3210		712,279	710,000	709,645	709,828	0	111	0	111	0	709,938	0	2,341	2,341	9,479	06/09/2017	
928377-AA-8	10/01/23 WALGREENS BOOTS ALLIANCE 2.700% 11/18/19		10/04/2016	Tax Free Exchange		290,424	290,000	290,500	290,474	0	(50)	0	(50)	0	290,424	0	0	0	19,546	10/01/2023	
931427-AA-6	11/04/2016 WELLS FARGO & COMPANY 1.367% 04/22/19		11/04/2016	Various		846,277	825,000	824,002	824,214	0	166	0	166	0	824,380	0	21,897	21,897	21,718	11/18/2019	
94974B-FV-7	11/30/2016 XPO LOGISTICS INC SERIES 144A 6.500%		11/30/2016	Various		4,105,624	4,125,000	4,114,584	4,115,973	0	2,000	0	2,000	0	4,117,973	0	(12,349)	(12,349)	41,167	04/22/2019	
983793-AD-2	06/15/22 THOMSON CORPORATION 0.875% 05/23/16		04/27/2016	Various		158,275	160,000	160,000	148,000	12,000	0	0	12,000	0	160,000	0	(1,725)	(1,725)	3,898	06/15/2022	
884903-BL-8	02/03/2016 CIFC FUNDING LTD SERIES 2014-2A CLASS A1L 144A 2.405% 05/24/26		02/03/2016	Pershing		1,029,444	1,030,000	1,027,240	1,029,833	0	.96	0	.96	0	1,029,728	0	(285)	(285)	1,878	05/23/2016	
12548C-AA-5	06/07/2016 CARLYLE GLOBAL MARKET STRATEGI SERIES 15-5A CLASS A1A 144A 2.431% 01/20/28		06/07/2016	Bank of America		498,800	500,000	496,875	496,930	0	301	0	301	0	497,231	0	1,569	1,569	5,516	05/24/2026	
14312J-AA-0	05/10/2016 INMARSAT FINANCE PLC SERIES 144A 4.875%		05/10/2016	Citigroup Global Markets		250,025	250,000	250,000	250,000	0	0	0	0	0	250,000	0	25	25	3,357	01/20/2028	
45763P-AE-6	05/15/22 MADISON PARK FUNDING LTD SERIES 2014-12A CLASS A 144A 2.381% 07/20/26		12/12/2016	Bank of America		1,847,750	1,900,000	1,904,370	1,852,500	51,383	(781)	0	50,602	0	1,903,102	0	(55,352)	(55,352)	100,344	05/15/2022	
55818P-AA-8	03/23/2016 MALLINCKRODT FIN SB SERIES 144A 5.500%		03/23/2016	Goldman Sachs & Co		3,064,908	3,080,000	3,080,178	3,080,159	0	(9)	0	(9)	0	3,080,150	0	(15,242)	(15,242)	26,840	07/20/2026	
561233-AC-1	04/15/25 NCL CORP LTD SERIES 144A 5.250% 11/15/19		07/13/2016	Jeffries & Co		468,750	500,000	500,000	460,000	40,000	0	0	40,000	0	500,000	0	(31,250)	(31,250)	20,854	04/15/2025	
62886H-AL-5	12/09/2016 NXP BV SERIES 144A 4.625% 06/15/22		12/09/2016	Corporate Action		1,029,250	1,000,000	1,027,500	1,019,841	0	(9,909)	0	(9,909)	0	1,009,932	0	19,318	19,318	56,729	11/15/2019	
629470-AT-5	03/14/2016 LBS AG STAMFORD 1.781% 06/01/20		03/14/2016	CS First Boston		379,250	370,000	370,000	363,525	6,475	0	0	6,475	0	370,000	0	9,250	9,250	4,373	06/15/2022	
90261X-HN-5	11/30/2016 WALLACHBETH		11/30/2016	Morgan Stanley		4,493,039	4,500,000	4,491,981	4,492,807	0	1,463	0	1,463	0	4,494,272	0	(1,234)	(1,234)	69,112	06/01/2020	
8399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					52,849,026	53,700,342	52,924,999	51,745,169	2,368,159	(106,134)	1,457,878	804,147	0	52,549,318	0	299,706	299,706	1,555,706	XXX	
8399997	Total - Bonds - Part 4					68,498,817	69,350,133	69,286,702	68,084,789	2,368,159	(796,946)	1,457,878	113,335	0	68,198,128	0	300,687	300,687	1,843,038	XXX	
8399998	Total - Bonds - Part 5					31,491,966	10,100,403	31,410,921	0	0	(54,839)	0	(54,839)	0	31,356,083	0	135,885	135,885	279,350	XXX	
8399999	Total - Bonds					99,990,783	79,450,536	100,697,623	68,084,789	2,368,159	(851,785)	1,457,878	58,496	0	99,554,211	0	436,572	436,572	2,122,388	XXX	
8999997	Total - Preferred Stocks - Part 4					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX
8999998	Total - Preferred Stocks - Part 5					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX
8999999	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX
464287-16-8	06/28/2016 ISHARES MSCI EAFE INDEX FUND MULTI-CAP		06/28/2016	WallachBeth		20,880,000	1,706,130	1,118,030	1,569,132	(451,102)	0	0	(451,102)	0	1,118,030	0	588,100	588,100	27,248		
464287-40-8	06/28/2016 ISHARES MSCI EAFE INDEX FUND LARGE-CAP		06/28/2016	WallachBeth		37,680,000	3,359,574	2,355,014	3,335,810	(980,797)	0	0	(980,797)	0	2,355,014	0	1,004,560	1,004,560	40,631		
78462F-10-3	06/28/2016 SPDR TRUST SERIES 1		06/28/2016	WallachBeth		10,430,000	2,109,141	1,387,351	2,126,364	(739,013)	0	0	(739,013)	0	1,387,351	0	721,790	721,790	34,832		
78464A-76-3	06/28/2016 SPDR BLOOMBERG BARCLAYS INTERM ETF		06/28/2016	WallachBeth		47,700,000	3,846,091	2,523,025	3,509,289	(986,264)	0	0	(986,264)	0	2,523,025	0	1,323,067	1,323,067	46,033		
921937-83-5	07/08/2016 VANGUARD ETF		07/08/2016	WallachBeth		8,400,000	712,600	694,911	678,384	16,527	0	0	16,527	0	694,911	0	17,689	17,689	8,487		
921943-85-8	06/28/2016 VANGUARD ETF		06/28/2016	WallachBeth		62,810,000	2,145,700	2,078,837	2,306,383	(227,546)	0	0	(227,546)	0	2,078,837	0	66,863	66,863	40,136		

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ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 4**

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Con- sideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date
										11 Unrealized Valuation Increase/ Decrease	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other- Than- Temporary Impairment Recognized	14 Total Change in Book/ Adjusted Carrying Value (11+12-13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
921946-40-6	VANGUARD HIGH DIV YIELD ETF		06/28/2016	Wal lachBeth	31,310.000	2,149,785		1,425,136	2,089,943	(664,806)	0	0	(664,806)	0	1,425,136	0	724,649	724,649	33,063	
922042-77-5	VANGUARD INTERNATIONAL EQUITY		06/28/2016	Wal lachBeth	52,400.000	2,166,300		2,227,214	2,274,684	(47,470)	0	0	(47,470)	0	2,227,214	0	(60,914)	(60,914)	35,527	
922908-74-4	VANGUARD LARGE-CAP		06/28/2016	Wal lachBeth	41,740.000	3,400,605		2,306,817	3,402,645	(1,095,828)	0	0	(1,095,828)	0	2,306,817	0	1,093,788	1,093,788	42,575	
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					21,595,926	XXX	16,116,335	21,292,634	(5,176,299)	0	0	(5,176,299)	0	16,116,335	0	5,479,592	5,479,592	308,532	XXX
9799997	Total - Common Stocks - Part 4					21,595,926	XXX	16,116,335	21,292,634	(5,176,299)	0	0	(5,176,299)	0	16,116,335	0	5,479,592	5,479,592	308,532	XXX
9799998	Total - Common Stocks - Part 5						XXX													XXX
9799999	Total - Common Stocks					21,595,926	XXX	16,116,335	21,292,634	(5,176,299)	0	0	(5,176,299)	0	16,116,335	0	5,479,592	5,479,592	308,532	XXX
9899999	Total - Preferred and Common Stocks					21,595,926	XXX	16,116,335	21,292,634	(5,176,299)	0	0	(5,176,299)	0	16,116,335	0	5,479,592	5,479,592	308,532	XXX
9999999	- Totals					121,586,709	XXX	116,813,958	89,377,423	(2,808,140)	(851,785)	1,457,878	(5,117,803)	0	115,670,546	0	5,916,164	5,916,164	2,430,920	XXX

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 5**

Showing All Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21	
											12	13	14	15	16						
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consideration	Book/Adjusted Carrying Value at Disposal	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (12 + 13 - 14)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends	
36179S-GK-7	GNMA 11 POOL MA3802 3.000% 07/20/46		11/22/2016	Daiwa Securities	12/01/2016	Paydown	26,784	27,316	26,784	26,784	0	(532)	0	(532)	0	0	0	0	.67	.60	
36297F-RQ-7	GNMA POOL 710695 5.500% 07/15/39		03/10/2016	Nomura Securities	12/01/2016	Paydown	80,520	91,994	80,520	80,520	0	(11,474)	0	(11,474)	0	0	0	0	2,365	258	
912810-FP-8	US TREASURY BOND 5.375% 02/15/31		11/30/2016	J P Morgan	12/14/2016	Various	3,250,000	4,345,492	4,317,438	4,343,821	0	(1,671)	0	(1,671)	0	0	(26,382)	(26,382)	57,621	53,166	
<b>0599999. Subtotal - Bonds - U.S. Governments</b>							<b>3,357,304</b>	<b>4,464,802</b>	<b>4,424,742</b>	<b>4,451,125</b>	<b>0</b>	<b>(13,677)</b>	<b>0</b>	<b>(13,677)</b>	<b>0</b>	<b>0</b>	<b>(26,382)</b>	<b>(26,382)</b>	<b>60,053</b>	<b>53,484</b>	
3132L7-YL-7	FHLMC POOL V82515 3.500% 06/01/46		07/26/2016	Citigroup Global Markets	12/01/2016	Paydown	62,147	65,759	62,147	62,147	0	(3,612)	0	(3,612)	0	0	0	0	.514	.60	
3140EV-VB-0	FNMA POOL BC1509 3.000% 08/01/46		08/04/2016	Wachovia Securities	12/01/2016	Paydown	62,258	64,981	62,258	62,258	0	(2,724)	0	(2,724)	0	0	0	0	.416	.52	
314120-2W-8	FNMA POOL 932389 4.500% 01/01/40		02/01/2016	Bank of America	12/01/2016	Paydown	378,534	412,484	378,534	378,534	0	(33,950)	0	(33,950)	0	0	0	0	8,092	473	
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>							<b>502,939</b>	<b>543,224</b>	<b>502,939</b>	<b>502,939</b>	<b>0</b>	<b>(40,286)</b>	<b>0</b>	<b>(40,286)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>9,022</b>	<b>585</b>
131347-CK-0	CALPINE CORPORATION SERIES 144A 5.250% 06/01/26		05/24/2016	Deutsche Bank	05/25/2016	Deutsche Bank	110,000	110,000	110,275	110,000	0	0	0	0	0	0	275	275	0	0	
15135B-AE-1	CENTENE ESCROW CORP SERIES 144A 5.625% 02/15/21		01/28/2016	Wachovia Securities	03/09/2016	Bony/Barclays Capital Inc	30,000	30,000	31,350	30,000	0	0	0	0	0	1,350	1,350	155	0		
15135B-AE-1	CENTENE ESCROW CORP SERIES 144A 5.625% 02/15/21		01/28/2016	Wachovia Securities	07/12/2016	Tax Free Exchange	220,000	220,000	220,000	220,000	0	0	0	0	0	0	0	0	5,191	0	
15135B-AF-8	CENTENE ESCROW CORP SERIES 144A 5.625% 02/15/21		07/12/2016	Tax Free Exchange	10/31/2016	Bank of America	90,000	90,000	95,025	90,000	0	0	0	0	0	5,025	5,025	3,647	2,123		
15135B-AG-6	CENTENE ESCROW CORP SERIES 144A 6.125% 02/15/24		01/28/2016	Wachovia Securities	07/12/2016	Tax Free Exchange	170,000	170,000	170,000	170,000	0	0	0	0	0	0	0	0	4,367	0	
161175-AR-5	CHARTER COMM OPT LLC CAP SERIES 144A 3.579% 07/23/20		05/24/2016	Tax Free Exchange	12/01/2016	Tax Free Exchange	185,000	185,000	185,000	185,000	0	0	0	0	0	0	0	0	5,665	2,225	
161175-AT-1	CHARTER COMM OPT LLC CAP SERIES 144A 4.908% 07/23/25		05/24/2016	Tax Free Exchange	12/01/2016	Tax Free Exchange	980,000	980,000	980,000	980,000	0	0	0	0	0	0	0	0	41,151	16,166	
212015-AH-4	CONTINENTAL RESOURCES INC 5.000% 09/15/22		06/21/2016	Various	08/02/2016	Bony/Barclays Capital Inc	180,000	169,625	166,950	169,681	0	56	0	56	0	(2,731)	(2,731)	4,500	2,876		
25470X-AX-3	DISH DBS CORP SERIES 144A 7.750% 07/01/26		06/08/2016	Deutsche Bank	10/03/2016	Tax Free Exchange	170,000	170,000	170,000	170,000	0	0	0	0	0	0	0	0	4,026	0	
35671D-BD-6	FREEPORT-MCMORAN C&G 2.375% 03/15/18		03/02/2016	Goldman Sachs & Co	03/18/2016	Goldman Sachs & Co	130,000	114,400	118,300	114,719	0	319	0	319	0	3,581	3,581	1,612	1,475		
449934-AD-0	IMS HEALTH INC SERIES 144A 5.000% 10/15/26		09/14/2016	Goldman Sachs & Co	09/20/2016	Goldman Sachs & Co	200,000	200,000	204,500	200,000	0	0	0	0	0	4,500	4,500	0	0		
464287-22-6	ISHARES BARCLAYS AGGREGATE BON 0.000% Perpet		06/28/2016	WallachBeth	07/08/2016	WallachBeth	38,165	4,293,463	4,320,298	4,293,463	0	0	0	0	0	26,835	26,835	0	0		
464287-24-2	ISHARES IBOXX INV GRD CORP BON 0.000% Perpet		06/28/2016	WallachBeth	07/08/2016	WallachBeth	35,548	4,342,451	4,417,905	4,342,451	0	0	0	0	0	75,454	75,454	0	0		
464288-63-8	ISHARES INTERMEDIATE CREDIT 0.000% Perpet		06/28/2016	WallachBeth	07/08/2016	WallachBeth	29,442	3,271,227	3,283,079	3,271,227	0	0	0	0	0	11,852	11,852	0	0		
48203R-AL-8	JUNIPER NETWORKS INC 3.125% 02/26/19		02/23/2016	J P Morgan	12/01/2016	Baird & Co	1,200,000	1,199,076	1,220,988	1,199,308	0	232	0	232	0	21,680	21,680	29,167	0		
483007-AF-7	KAISER ALUMINUM CORP SERIES 144A 5.875% 05/15/24		04/28/2016	J P Morgan	05/04/2016	J P Morgan	60,000	60,000	61,200	60,000	0	0	0	0	0	1,200	1,200	0	0		
513075-BJ-9	LAMAR MEDIA CORP SERIES 144A 5.750% 02/01/26		01/25/2016	J P Morgan	08/26/2016	Tax Free Exchange	70,000	70,000	70,000	70,000	0	0	0	0	0	0	0	0	2,326	0	
57665R-AD-8	MATCH GROUP INC SERIES 144A 6.375% 06/01/24		05/24/2016	J P Morgan	08/15/2016	Tax Free Exchange	170,000	170,000	170,000	170,000	0	0	0	0	0	0	0	0	2,228	0	
651229-AZ-9	NEWELL BRANDS INC SERIES 144A 5.000% 11/15/23		04/01/2016	Taxable Exchange	10/25/2016	Tax Free Exchange	310,000	324,725	323,401	323,401	0	(1,324)	0	(1,324)	0	0	0	0	15,285	6,501	
726505-AP-5	PLAINS EXPLORATION & PRODUCT 6.875% 02/15/23		03/18/2016	Goldman Sachs & Co	12/12/2016	Tax Free Exchange	1,230,000	1,017,675	1,018,220	1,018,220	0	545	0	545	0	0	0	0	85,374	8,722	
78464A-47-4	SPDR BLOOMBERG BARCLAYS SHORT 0.000% Perpet		06/28/2016	WallachBeth	07/08/2016	WallachBeth	70,877	2,181,410	2,179,597	2,181,410	0	0	0	0	0	(1,812)	(1,812)	0	0		
881609-BC-4	TESORO CORP SERIES 144A 5.125% 12/15/26		12/15/2016	Goldman Sachs & Co	12/28/2016	Goldman Sachs & Co	180,000	180,000	181,800	180,000	0	0	0	0	0	1,800	1,800	205	0		
92206C-40-9	ISHARES VANGUARD GROUP INTERM 0.000% Perpet		06/28/2016	WallachBeth	07/08/2016	WallachBeth	81,128	6,544,393	6,555,851	6,544,393	0	0	0	0	0	11,458	11,458	0	0		
928377-AA-8	VISTA OUTDOOR INC SERIES 144A 5.875% 10/01/23		04/13/2016	Morgan Stanley	10/04/2016	Tax Free Exchange	180,000	189,450	188,746	188,746	0	(704)	0	(704)	0	0	0	0	5,376	499	

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ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE D - PART 5**

Showing All Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1 CUSIP Identi- fication	2 Description	3 For- eign	4 Date Acquired	5 Name of Vendor	6 Disposal Date	7 Name of Purchaser	8 Par Value (Bonds) or Number of Shares (Stock)	9 Actual Cost	10 Consid- eration	11 Book/ Adjusted Carrying Value at Disposal	Change in Book/Adjusted Carrying Value					17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Interest and Dividends Received During Year	21 Paid for Accrued Interest and Dividends	
											12 Unrealized Valuation Increase/ (Decrease)	13 Current Year's (Amort- ization)/ Accretion	14 Current Year's Other- Than- Temporary Impairment Recognized	15 Total Change in Book/ Adjusted Carrying Valu (12 + 13 - 14)	16 Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
09628T-AA-7	BLUESCOPE STEEL LTD FIN SERIES 144A 6.500% 05/15/21	D	04/28/2016	CS First Boston	04/28/2016	CS First Boston	120,000	120,000	121,800	120,000	0	0	0	0	0	0	1,800	1,800	0	0	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)							6,240,160	26,402,895	26,564,285	26,402,019	0	(876)	0	(876)	0	0	162,267	162,267	210,275	40,587
8399998	Total - Bonds							10,100,403	31,410,921	31,491,966	31,356,083	0	(54,839)	0	(54,839)	0	0	135,885	135,885	279,350	94,656
8999998	Total - Preferred Stocks							0	0	0	0	0	0	0	0	0	0	0	0	0	0
9799998	Total - Common Stocks							0	0	0	0	0	0	0	0	0	0	0	0	0	0
9899999	Total - Preferred and Common Stocks							0	0	0	0	0	0	0	0	0	0	0	0	0	0
9999999	Totals								31,410,921	31,491,966	31,356,083	0	(54,839)	0	(54,839)	0	0	135,885	135,885	279,350	94,656

Schedule D-Part 6-Section 1-Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

**NONE**

Schedule D - Part 6 - Section 2

**NONE**

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE DA - PART 1**

Showing All SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1 CUSIP Identi- fication	2 Description	Codes		5 Date Acquired	6 Name of Vendor	7 Maturity Date	8 Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value				13 Par Value	14 Actual Cost	Interest						21 Paid for Accrued Interest		
		3 Code	4 For- eign					9 Unrealized Valuation Increase/ (Decrease)	10 Current Year's (Amor- tization)/ Accretion	11 Current Year's Other- Than- Temporary Impairment Recognized	12 Total Foreign Exchange Change in Book/ Adjusted Carrying Value			15 Amount Due and Accrued Dec. 31 of Current Year on Bonds not in Default	16 Non- Admitted Due and Accrued	17 Rate of	18 Effective Rate of	19 When Paid	20 Amount Received During Year			
0599999. Total - U.S. Government Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
1099999. Total - All Other Government Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
1799999. Total - U.S. States, Territories and Possessions Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
2499999. Total - U.S. Political Subdivisions Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
3199999. Total - U.S. Special Revenues Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
4899999. Total - Hybrid Securities							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
5599999. Total - Parent, Subsidiaries and Affiliates Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
6099999. Subtotal - SVO Identified Funds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
7799999. Total - Issuer Obligations							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
7899999. Total - Residential Mortgage-Backed Securities							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
7999999. Total - Commercial Mortgage-Backed Securities							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
8099999. Total - Other Loan-Backed and Structured Securities							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
8199999. Total - SVO Identified Funds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
8399999. Total Bonds							0	0	0	0	0	0	0	0	0	0	0	XXX	XXX	XXX	0	0
8699999. Total - Parent, Subsidiaries and Affiliates							0	0	0	0	0	0	0	XXX	0	0	0	XXX	XXX	XXX	0	0
09248U-70-0 BLACKROCK FEDERAL FUND 30				12/30/2016	Various	XXX	49,676,710	0	0	0	0	0	0	49,676,710	0	0	0	0.000	0.000	XXX	158	0
38141W-32-3 GOLDMAN SACHS FIN SQ TREASURY		SD		12/02/2016	Various	XXX	132,016	0	0	0	0	0	0	132,016	0	0	0	0.000	0.000	XXX	310	0
38141W-32-3 GOLDMAN SACHS FIN SQ TREASURY				12/02/2016	Various	XXX	102,190	0	0	0	0	0	0	102,190	0	0	0	0.000	0.000	XXX	240	0
8899999. Subtotal - Exempt Money Market Mutual Funds - as Identified by the SVO							49,910,916	0	0	0	0	0	0	XXX	49,910,916	0	0	XXX	XXX	XXX	708	0
DREYFUS CASH MANAGEMENT ADMIN				01/01/2016	No Broker		0	0	0	0	0	0	0	0	0	0	0	0.000	0.000		85	0
DREYFUS INSTL CASH ADVANTAGE				01/01/2016	No Broker		0	0	0	0	0	0	0	0	0	0	0	0.000	0.000		5,119	0
9099999. Subtotal - Other Short-Term Invested Assets							0	0	0	0	0	0	0	XXX	0	0	0	XXX	XXX	XXX	5,204	0
9199999 - Totals							49,910,916	0	0	0	0	0	0	XXX	49,910,916	0	0	XXX	XXX	XXX	5,912	0

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Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open

**NONE**

Schedule DB - Part A - Section 2 - Options, Caps, Floors, Collars, Swaps and Forwards Terminated

**NONE**

Schedule DB - Part B - Section 1 - Futures Contracts Open

**NONE**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made

**NONE**

Schedule DB - Part B - Section 2 - Futures Contracts Terminated

**NONE**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

**NONE**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

**NONE**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

**NONE**

**SCHEDULE DL - PART 1**  
**SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned December 31 Current Year

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/ Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
912810-PS-1	US TREASURY INFLATION INDEXED BONDS		1	.13	.13	01/15/2027
912810-PV-4	US TREASURY INFLATION INDEXED BONDS		1	.9	.9	01/15/2028
912810-PZ-5	US TREASURY INFLATION INDEXED BONDS		1	.1	.1	01/15/2029
912810-OF-8	US TREASURY INFLATION INDEXED BONDS		1	.37	.37	02/15/2040
912810-OV-3	US TREASURY INFLATION INDEXED BONDS		1	.82	.82	02/15/2042
912828-B2-5	US TREASURY INFLATION INDEXED NOTES		1	258	258	01/15/2024
912828-C6-5	UNITED STATES TREASURY NOTE		1	.7	.7	03/31/2019
912828-H5-2	UNITED STATES TREASURY NOTE		1	151	151	01/31/2020
912828-K4-1	UNITED STATES TREASURY NOTE		1	206	206	04/30/2017
912828-R6-9	UNITED STATES TREASURY NOTE		1	.30	.30	05/31/2023
912828-RC-6	UNITED STATES TREASURY NOTE		1	.61	.61	08/15/2021
912828-TC-4	UNITED STATES TREASURY NOTE		1	.52	.52	06/30/2019
912828-UH-1	US TREASURY INFLATION INDEXED NOTES		1	.5	.5	01/15/2023
912828-XN-5	UNITED STATES TREASURY NOTE		1	.92	.92	07/31/2017
0199999	Subtotal - Bonds - U.S. Governments - Issuer Obligations			1,004	1,004	XXX
0599999	Total - U.S. Government Bonds			1,004	1,004	XXX
1099999	Total - All Other Government Bonds			0	0	XXX
1799999	Total - U.S. States, Territories and Possessions Bonds			0	0	XXX
2499999	Total - U.S. Political Subdivisions Bonds			0	0	XXX
3199999	Total - U.S. Special Revenues Bonds			0	0	XXX
000000-00-0	PAYABLE/RECEIVABLE		1	(1,161)	(1,161)	
05582II-AV-6	BNP PARIBAS (NEW YORK)		1	400,257	400,000	
05582II-GR-9	BNP PARIBAS (NEW YORK)		1	500,442	500,000	
06053P-RU-3	BANK OF AMERICA NA		1	300,221	300,000	
06053P-SP-3	BANK OF AMERICA NA		1	300,292	300,000	
06417G-KF-4	BANK OF NOVA SCOTIA (HOUSTON)		1	300,350	300,000	
06417G-NM-6	BANK OF NOVA SCOTIA (HOUSTON)		1	500,518	500,000	
06417G-OU-5	BANK OF NOVA SCOTIA (HOUSTON)		1	400,060	400,000	
06427K-2X-4	BANK OF MONTREAL (CHICAGO)		1	399,256	400,000	
06427K-FP-7	BANK OF MONTREAL (CHICAGO)		1	400,246	400,000	
13606A-YR-3	CANADIAN IMPERIAL BANK OF COMMERCE (NEW YORK)		1	300,359	300,000	
161453-BK-0	CHASE BANK USA NA		1	300,349	300,000	
17275R-AY-8	CISCO SYSTEMS INC		1	400,876	400,756	
191216-BX-7	COCA-COLA CO/THE		1	400,007	400,000	
21684B-S4-7	COOPERATIVE RABOBANK UA (NEW YORK)		1	300,393	300,000	
22532X-ES-3	CREDIT AGRICOLE CIB (NEW YORK)		1	400,375	400,000	
22536E-T4-8	CREDIT INDUSTRIEL ET COMMERCIAL (NEW YORK)		1	300,149	300,000	
22549V-JR-5	CREDIT SUISSE AG (NEW YORK)		1	300,232	300,000	
23340Q-TS-2	DNB BANK ASA (NEW YORK)		1	500,398	500,000	
459200-JD-4	IBM CORP		1	300,837	300,000	
59217G-BE-8	MET LIFE GLOB FUNDING I		1	400,342	400,288	
60682A-X6-8	MITSUBISHI UFJ TRUST AND BANKING CORP (NEW YORK)		1	300,237	300,000	
60689D-B2-8	MIZUHO BANK LTD (NEW YORK)		1	300,222	300,000	
60689D-B5-1	MIZUHO BANK LTD (NEW YORK)		1	400,110	400,000	
60689D-N4-1	MIZUHO BANK LTD (NEW YORK)		1	300,293	300,000	
63253T-D3-9	NATIONAL AUSTRALIA BANK LTD (NEW YORK)		1	300,243	300,000	
63873F-2F-4	NATIXIS (NEW YORK)		1	400,194	400,000	
63873F-Y3-6	NATIXIS (NEW YORK)		1	300,342	300,000	
65558L-PU-0	NORDEA BANK FINLAND PLC (NEW YORK)		1	300,389	300,000	
65558L-QL-9	NORDEA BANK FINLAND PLC (NEW YORK)		1	300,361	300,000	
65558L-VH-2	NORDEA BANK FINLAND PLC (NEW YORK)		1	299,891	300,000	
74256L-AX-7	PRINCIPAL LIFE GLB FND II		1	434,829	435,000	
83050F-LA-7	SKANDINAVISKA ENSKILDA BANKEN AB (NEW YORK)		1	300,368	300,000	
83050F-LL-3	SKANDINAVISKA ENSKILDA BANKEN AB (NEW YORK)		1	300,362	300,000	
83050F-NQ-0	SKANDINAVISKA ENSKILDA BANKEN AB (NEW YORK)		1	500,098	500,000	
83369Y-EH-5	SOCIETE GENERALE SA (NEW YORK)		1	400,470	400,000	
8574P1-HZ-2	STATE STREET BANK & TRST		1	300,067	300,000	
8574P1-JF-4	STATE STREET BANK & TRST		1	300,204	300,000	
86563Y-MF-7	SUMITOMO MITSUI BANKING CORP (NEW YORK)		1	300,083	300,000	
86564E-LM-6	SUMITOMO MITSUI TRUST BANK, LTD. (NEW YORK)		1	400,168	400,000	
86958D-3D-2	SVENSKA HANDELSBANKEN AB (NEW YORK)		1	300,395	300,000	
86958J-EM-7	SVENSKA HANDELSBANKEN AB		1	400,330	400,000	
87019U-TN-9	SWEDBANK AB (NEW YORK)		1	300,052	300,000	
89113W-JR-8	TORONTO-DOMINION BANK (NEW YORK)		1	400,780	400,000	
89233A-RN-1	TOYOTA MOTOR CREDIT CORP		1	300,034	300,000	
89236T-CW-3	TOYOTA MOTOR CREDIT CORP		1	300,226	300,000	
90275D-BY-5	UBS AG (STAMFORD)		1	400,263	400,000	
94988E-WH-7	WELLS FARGO BANK NA		1	500,441	500,000	
94988J-SC-7	WELLS FARGO BANK NA		1	300,609	300,000	
94989R-CD-8	WELLS FARGO BANK NA		1	300,206	300,000	
96121T-K2-3	WESTPAC BANKING CORP (NEW YORK)		1	300,169	300,010	
96121T-X2-9	WESTPAC BANKING CORP (NEW YORK)		1	200,235	200,284	
3299999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations			17,847,469	17,834,602	XXX
000000-00-0	DAIWA CAPITAL MARKETS AMERICA REPO		1	4,123,978	4,123,978	
3399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities			4,123,978	4,123,978	XXX
06742L-AA-1	DROCK2014-1		1	400,000	400,039	
161571-GH-1	CHAIT2013-A9		1	300,896	300,560	
254683-BM-6	DCENT2015-A1		1	300,452	300,374	
70659P-AH-4	PENAR2016-1A		1	602,177	600,000	
81378B-AC-3	SSTR2016-1A		1	485,023	485,000	
3599999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities			2,088,548	2,085,973	XXX
3899999	Total - Industrial and Miscellaneous (Unaffiliated) Bonds			24,059,995	24,044,553	XXX
4899999	Total - Hybrid Securities			0	0	XXX
5599999	Total - Parent, Subsidiaries and Affiliates Bonds			0	0	XXX
6099999	Subtotal - SVO Identified Funds			0	0	XXX
6199999	Total - Issuer Obligations			17,848,473	17,835,606	XXX
6299999	Total - Residential Mortgage-Backed Securities			4,123,978	4,123,978	XXX
6399999	Total - Commercial Mortgage-Backed Securities			0	0	XXX
6499999	Total - Other Loan-Backed and Structured Securities			2,088,548	2,085,973	XXX
6599999	Total - SVO Identified Funds			0	0	XXX
6699999	Total Bonds			24,060,999	24,045,557	XXX
7099999	Total - Preferred Stocks			0	0	XXX
7599999	Total - Common Stocks			0	0	XXX
7699999	Total - Preferred and Common Stocks			0	0	XXX
09248U-70-0	BLACKROCK LIQUID FED FUNDS			1,360,000	1,360,000	
31607A-70-3	FIDELITY GOVERNMENT PORT-INS FD #2642			463,000	463,000	
481200-67-0	JPMORGAN US GOVERNMENT MM-CP			1,360,000	1,360,000	
61747C-70-7	MSILF #8302 GOVERNMENT PORTFOLIO INSTL SHARE CLASS			1,360,000	1,360,000	
825282-88-5	INVESCO STIT GOVT & AGENCY-INST			847,000	847,000	
8999999	Total - Short-Term Invested Assets (Schedule DA type)			5,390,000	5,390,000	XXX
9999999	Totals			29,450,999	29,435,557	XXX

General Interrogatories:

- Total activity for the year Fair Value \$ 5,252,878 Book/Adjusted Carrying Value \$ 5,236,459
- Average balance for the year Fair Value \$ 30,159,241 Book/Adjusted Carrying Value \$ 30,142,998
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:  
 NAIC 1 \$ 29,435,557 NAIC 2 \$ NAIC 3 \$ NAIC 4 \$ NAIC 5 \$ NAIC 6 \$

**SCHEDULE DL - PART 2  
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned December 31 Current Year

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
NONE						
9999999 - Totals						XXX

General Interrogatories:

1. Total activity for the year
2. Average balance for the year

Fair Value \$ ..... Book/Adjusted Carrying Value \$ .....  
 Fair Value \$ ..... Book/Adjusted Carrying Value \$ .....



**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned December 31 of Current Year

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due and Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 - Total Cash Equivalents							

ANNUAL STATEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**SCHEDULE E - PART 3 - SPECIAL DEPOSITS**

States, Etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ					
4. Arkansas	AR					
5. California	CA					
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN	B State Insolvency Deposit	18,707,100	18,606,978		
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CAN					
58. Aggregate Alien and Other	OT	XXX	0	0	0	0
59. Subtotal	XXX	XXX	18,707,100	18,606,978	0	0
DETAILS OF WRITE-INS						
5801.						
5802.						
5803.						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX	0	0	0	0
5899. Totals (Lines 5801 thru 5803 plus 5898)(Line 58 above)	XXX	XXX	0	0	0	0



## **Relief from the five-year rotation requirement for lead audit partner**

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**Relief from the one-year cooling off period for independent CPA**

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## Relief from the Requirements for Audit Committees

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SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**MEDICARE SUPPLEMENT INSURANCE EXPERIENCE EXHIBIT**

For The Year Ended December 31, 2016  
 (To Be Filed by March 1)

FOR THE STATE OF .....  
 NAIC Group Code ..... NAIC Company Code .....  
 ADDRESS (City, State and Zip Code) .....  
 Person Completing This Exhibit .....  
 Title ..... Telephone Number .....

NONE

NONE

NONE

1 Compliance with OBRA	2 Policy Form Number	3 Standardized Medicare Supplement Benefit Plan	4 Medicare Select	5 Plan Character- istics	6 Date Approved	7 Date Approval Withdrawn	8 Date Last Amended	9 Date Closed	10 Policy Marketing Trade Name	11 Premiums Earned	12 Policies Issued Through 2013		14 Number of Covered Lives	15 Premiums Earned	16 Policies Issued in 2014; 2015; 2016		18 Number of Covered Lives
											13 Incurred Claims				17 Incurred Claims		
											12 Amount	13 Percent of Premiums Earned			16 Amount	17 Percent of Premiums Earned	

1. If response in Column 1 is no, give full and complete details .....
2. Claims address and contact person provided to the Secretary of Health and Human Services as required by 42 U.S.C. 1395ss. (b)(7)(D) for this date.
  - 2.1 Address: .....
  - 2.2 Contact Person and Phone Number: .....
3. Billing address and contact person for user fees established under 41 U.S.C. 1395u(h)(3)(B).
  - 3.1 Address: .....
  - 3.2 Contact Person and Phone Number: .....
4. Explain any policies identified above as policy type "O". .....



SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**MEDICARE PART D COVERAGE SUPPLEMENT**  
 (Net of Reinsurance)

NAIC Group Code 0671

(To Be Filed by March 1)

NAIC Company Code 12941

	Individual Coverage		Group Coverage		5 Total Cash
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1. Premiums Collected					
1.1 Standard Coverage					
1.11 With Reinsurance Coverage		XXX		XXX	
1.12 Without Reinsurance Coverage		XXX		XXX	
1.13 Risk-Corridor Payment Adjustments		XXX		XXX	
1.2 Supplemental Benefits		XXX		XXX	
2. Premiums Due and Uncollected-change					
2.1 Standard Coverage					
2.11 With Reinsurance Coverage		XXX		XXX	XXX
2.12 Without Reinsurance Coverage		XXX		XXX	XXX
2.2 Supplemental Benefits		XXX		XXX	XXX
3. Unearned Premium and Advance Premium-change					
3.1 Standard Coverage					
3.11 With Reinsurance Coverage		XXX		XXX	XXX
3.12 Without Reinsurance Coverage		XXX		XXX	XXX
3.2 Supplemental Benefits		XXX		XXX	XXX
4. Risk-Corridor Payment Adjustments-change					
4.1 Receivable		XXX		XXX	XXX
4.2 Payable		XXX		XXX	XXX
5. Earned Premiums					
5.1 Standard Coverage					
5.11 With Reinsurance Coverage		XXX		XXX	XXX
5.12 Without Reinsurance Coverage		XXX		XXX	XXX
5.13 Risk-Corridor Payment Adjustments		XXX		XXX	XXX
5.2 Supplemental Benefits		XXX		XXX	XXX
6. Total Premiums		XXX		XXX	
7. Claims Paid					
7.1 Standard Coverage					
7.11 With Reinsurance Coverage		XXX		XXX	
7.12 Without Reinsurance Coverage		XXX		XXX	
7.2 Supplemental Benefits		XXX		XXX	
8. Claim Reserves and Liabilities-change					
8.1 Standard Coverage					
8.11 With Reinsurance Coverage		XXX		XXX	XXX
8.12 Without Reinsurance Coverage		XXX		XXX	XXX
8.2 Supplemental Benefits		XXX		XXX	XXX
9. Health Care Receivables-change					
9.1 Standard Coverage					
9.11 With Reinsurance Coverage		XXX		XXX	XXX
9.12 Without Reinsurance Coverage		XXX		XXX	XXX
9.2 Supplemental Benefits		XXX		XXX	XXX
10. Claims Incurred					
10.1 Standard Coverage					
10.11 With Reinsurance Coverage		XXX		XXX	XXX
10.12 Without Reinsurance Coverage		XXX		XXX	XXX
10.2 Supplemental Benefits		XXX		XXX	XXX
11. Total Claims		XXX		XXX	
12. Reinsurance Coverage and Low Income Cost Sharing					
12.1 Claims Paid - Net of Reimbursements Applied	XXX		XXX		
12.2 Reimbursements Received but Not Applied-change	XXX		XXX		
12.3 Reimbursements Receivable-change	XXX		XXX		XXX
12.4 Health Care Receivables-change	XXX		XXX		XXX
13. Aggregate Policy Reserves-change					XXX
14. Expenses Paid		XXX		XXX	
15. Expenses Incurred		XXX		XXX	XXX
16. Underwriting Gain/Loss		XXX		XXX	XXX
17. Cash Flow Results	XXX	XXX	XXX	XXX	

NONE



## Non-Guaranteed Opinion for Exhibit 5

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## Participating Opinion for Exhibit 5

---

Schedule SIS

**NONE**

Schedule SIS II

**NONE**

Schedule SIS III

**NONE**

Schedule SIS IV

**NONE**



SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**SUPPLEMENTAL COMPENSATION EXHIBIT**

For the Year Ended December 31, 2016  
 (To be filed by March 1)

**PART 1 - INTERROGATORIES**

1. Is the reporting insurer a member of a group of insurers or other holding company system? Yes [ X ] No [ ]  
 If yes, do the amounts below represent 1) total gross compensation earned for each individual by or on behalf of all companies which are part of the group: Yes [ ]; or 2) allocation to each insurer: Yes [ X ].
2. Did any person while an officer, director, or trustee of the reporting entity receive directly or indirectly, during the period covered by this statement any commission on the business transactions of the reporting entity? Yes [ ] No [ X ]
3. Except for retirement plans generally applicable to its staff employees, has the reporting entity any agreement with any person, other than contracts with its agents for the payment of commissions whereby it agrees that for any service rendered or to be rendered, that he/she shall receive directly or indirectly, any salary, compensation or emolument that will extend beyond the period of 12 months from the date of the agreement? Yes [ ] No [ X ]

**PART 2 - OFFICERS AND EMPLOYEES COMPENSATION**

1 Name and Principal Position	2 Year	3 Salary	4 Bonus	5 Stock Awards	6 Option Awards	7 Sign-on Payments	8 Severance Payments	9 All Other Compensation	10 Totals
Current:									
1. Charles Brian Shipp	2016	95,978	131,850	126,298	42,067			9,673	405,866
Chairperson	2015	101,292	160,846	119,629	39,836			9,605	431,208
	2014	54,175	86,718	49,847	17,217			4,278	212,235
Current:									
2. Alvin Brock King	2016	341,795	257,122	157,501	52,514			35,957	844,889
President/CEO	2015	345,664	281,675	153,836	51,188			22,600	854,963
	2014	323,800	203,209	150,081	51,774			22,400	751,264
3. Edna Laverne Willingham	2016	239,149	133,865	67,613	22,021			10,600	473,248
Vice President/COO	2015	246,068	139,111	62,298	21,257			17,679	486,413
	2014	234,980	136,123	52,201	18,001			10,701	452,006
4. Robert David Kretschmer	2016	10,618	7,730	13,717	4,570			1,478	38,113
Treasurer	2015	10,358	11,556	13,728	4,572			1,078	41,292
	2014	5,789	6,714	9,301	3,214			716	25,734
5. Kathleen Susan Kiefer	2016	7,151	2,790	5,059	1,686			672	17,358
Secretary	2015	7,184	3,237	4,771	1,587			689	17,468
	2014	4,049	2,589	3,262	1,126			429	11,455
6. Eric (Rick) Kenneth Noble	2016	3,938	1,042	602	194			199	5,975
Assistant Treasurer	2015	3,854	1,316	572	193			241	6,176
	2014	2,195	1,008	324	111			138	3,776
7. Jack Louis Young	2016	20,390	10,105	11,048	3,672			2,157	47,372
Vice President/Assistant Secretary	2015	20,418	12,079	10,877	3,624			2,069	49,067
	2014	18,576	11,401	9,481	3,272			2,075	44,805
8. Kendall Benjamin Edwards	2016	229,500	114,149	33,873	10,965			22,177	410,664
Vice President - Finance	2015	238,327	103,120	18,072	6,088			21,298	386,905
	2014	229,500	136,147	18,067	6,106			19,879	409,699
9. D. Mark Mahler (1)	2016	301,113	149,700	60,101	19,598			18,032	548,544
Regional Vice President - Medical Director	2015								0
	2014								0
10. William Cannella (2)	2016	77,357	23,964	9,052	2,930			4,218	117,521
Medical Director	2015								0
	2014								0

**PART 3 - DIRECTOR COMPENSATION**

1 Name and Principal Position or Occupation and Company (if Outside Director)	Paid or Deferred for Services as Director				6 All Other Compensation Paid or Deferred	7 Totals
	2 Direct Compensation	3 Stock Awards	4 Option Awards	5 Other		
None - Internal directors do not receive compensation in their capacity as a Director						0

SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

**PART 4 - NARRATIVE DESCRIPTION OF MATERIAL FACTORS**

---

Provide a narrative description of any material factors necessary to gain an understanding of the information disclosed in the tables.

The reporting insurer is a member of a group of insurers or other holding company system. The above amounts represent allocated compensation of each individual by or on behalf of all companies which are part of the group. The total compensation is the amount allocated to this entity.

(1) D. Mark Mahler was newly included as the next highly paid associate in 2016.

(2) William Cannella was newly included as the next highly paid associate in 2016. ....

Life Supplement Cover

**NONE**

Life Supplement - Exhibit 5 - Aggregate Reserve for Life Contracts

**NONE**

Life Supplement - Exhibit 5 - Interrogatories

**NONE**

Life Supplement - Exhibit 7 - Deposit-Type Contracts

**NONE**

Life Supplement - Schedule S - Part 1 - Section 1

**NONE**

Life Supplement - Schedule S - Part 3 - Section 1

**NONE**



SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.

DIRECT BUSINESS IN THE STATE OF

DURING THE YEAR 2016

NAIC Group Code 0671

LIFE INSURANCE

NAIC Company Code 12941

Table with 5 columns: 1 Ordinary, 2 Credit Life (Group and Individual), 3 Group, 4 Industrial, 5 Total. Rows include: DIRECT PREMIUMS AND ANNUITY CONSIDERATIONS, DIRECT DIVIDENDS TO POLICYHOLDERS, DIRECT CLAIMS AND BENEFITS PAID, and DETAILS OF WRITE-INS. A large 'NONE' watermark is overlaid on the table.

Table with 10 columns: 1 No., 2 Amount, 3 No. of Ind.Pols. & Gr. Certifs., 4 Amount, 5 No. of Certifs., 6 Amount, 7 No., 8 Amount, 9 No., 10 Amount. Rows include: DIRECT DEATH BENEFITS AND MATURED ENDOWMENTS INCURRED, and POLICY EXHIBIT.

(a) Includes Individual Credit Life Insurance prior year \$ , current year \$ Includes Group Credit Life Insurance Loans less than or equal to 60 months at issue, prior year \$ , current year \$ Loans greater than 60 months at issue BUT NOT GREATER THAN 120 MONTHS, prior year \$ , current year \$

ACCIDENT AND HEALTH INSURANCE

Table with 5 columns: 1 Direct Premiums, 2 Direct Premiums Earned, 3 Dividends Paid Or Credited On Direct Business, 4 Direct Losses Paid, 5 Direct Losses Incurred. Rows include: 24. Group Policies (b), 24.1 Federal Employees Health Benefits Plan premium (b), 24.2 Credit (Group and Individual), 24.3 Collectively renewable policies (b), 24.4 Medicare Title XVIII exempt from state taxes or fees Other Individual Policies: 25.1 Non-cancelable (b), 25.2 Guaranteed renewable (b), 25.3 Non-renewable for stated reasons only (b), 25.4 Other accident only, 25.5 All other (b), 25.6 Totals (sum of Lines 25.1 to 25.5), 26. Totals (Lines 24 + 24.1 + 24.2 + 24.3 + 24.4 + 25.6)

(b) For health business on indicated lines report: Number of persons insured under PPO managed care products 0 and number of persons insured under indemnity only products 0

P&C Supplement Cover

**NONE**

P&C Supplement - Schedule F - Part 1

**NONE**

P&C Supplement - Schedule F - Part 3

**NONE**

P&C Supplement - Schedule P - Part 1 - Summary

**NONE**

P&C Supplement - Schedule P - Part 1A - Homeowners/Farmowners

**NONE**

P&C Supplement - Schedule P - Part 1B - Private Passenger Auto Liability/Medical

**NONE**

P&C Supplement - Schedule P - Part 1C - Commercial Auto/Truck Liability/Medical

**NONE**

P&C Supplement - Schedule P - Part 1D - Workers' Compensation (Excluding Excess Workers' Compensation)

**NONE**

P&C Supplement - Schedule P - Part 1E - Commercial Multiple Peril

**NONE**

P&C Supplement - Schedule P - Part 1F - Section 1 - Medical Professional Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 1F - Section 2 - Medical Professional Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 1G - Special Liability (Ocean Marine, Aircraft (all perils), Boiler and Machinery)

**NONE**

P&C Supplement - Schedule P - Part 1H - Section 1 - Other Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 1H - Section 2 - Other Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 1I - Special Property (Fire, Allied Lines...)

**NONE**

P&C Supplement - Schedule P - Part 1J - Auto Physical Damage

**NONE**

P&C Supplement - Schedule P - Part 1K - Fidelity/Surety

**NONE**

P&C Supplement - Schedule P - Part 1L - Other (Including Credit, Accident and Health)

**NONE**

P&C Supplement - Schedule P - Part 1M - International

**NONE**

P&C Supplement - Schedule P - Part 1N - Reinsurance - Nonproportional Assumed Property

**NONE**

P&C Supplement - Schedule P - Part 1O - Reinsurance - Nonproportional Assumed Liability

**NONE**

P&C Supplement - Schedule P - Part 1P - Reinsurance - Nonproportional Assumed Financial Lines

**NONE**

P&C Supplement - Schedule P - Part 1R - Section 1 - Products Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 1R - Section 2 - Products Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 1S - Financial Guaranty/Mortgage Guaranty

**NONE**

P&C Supplement - Schedule P - Part 1T - Warranty

**NONE**

P&C Supplement - Schedule P - Part 2 - Summary

**NONE**

P&C Supplement - Schedule P - Part 2A - Homeowners/Farmowners

**NONE**

P&C Supplement - Schedule P - Part 2B - Private Passenger Auto Liability/Medical

**NONE**

P&C Supplement - Schedule P - Part 2C - Commercial Auto/Truck Liability/Medical

**NONE**

P&C Supplement - Schedule P - Part 2D - Workers' Compensation (Excluding Excess Workers' Compensation)

**NONE**

P&C Supplement - Schedule P - Part 2E - Commercial Multiple Peril

**NONE**

P&C Supplement - Schedule P - Part 2F - Section 1 - Medical Professional Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 2F - Section 2 - Medical Professional Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 2G - Special Liability (Ocean Marine, Aircraft (all perils), Boiler and Machinery)

**NONE**

P&C Supplement - Schedule P - Part 2H - Section 1 - Other Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 2H - Section 2- Other Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 2I - Special Property

**NONE**

P&C Supplement - Schedule P - Part 2J - Auto Physical Damage

**NONE**

P&C Supplement - Schedule P - Part 2K - Fidelity/Surety

**NONE**

P&C Supplement - Schedule P - Part 2L - Other (Including Credit, Accident and Health)

**NONE**

P&C Supplement - Schedule P - Part 2M - International

**NONE**

P&C Supplement - Schedule P - Part 2N - Reinsurance - Nonproportional Assumed Property

**NONE**

P&C Supplement - Schedule P - Part 2O - Reinsurance - Nonproportional Assumed Liability

**NONE**

P&C Supplement - Schedule P - Part 2P - Reinsurance - Nonproportional Assumed Financial Lines

**NONE**

P&C Supplement - Schedule P - Part 2R - Section 1 - Products Liability - Occurrence

**NONE**

P&C Supplement - Schedule P - Part 2R - Section 2 - Products Liability - Claims-Made

**NONE**

P&C Supplement - Schedule P - Part 2S - Financial Guaranty/Mortgage Guaranty

**NONE**

P&C Supplement - Schedule P - Part 2T - Warranty

**NONE**



SUPPLEMENT FOR THE YEAR 2016 OF THE Amerigroup Tennessee, Inc.  
**EXHIBIT OF PREMIUMS AND LOSSES (Statutory Page 14)**

NAIC Group Code 0671

BUSINESS IN THE STATE OF

DURING THE YEAR 2016

NAIC Company Code 12941

Line of Business	Gross Premiums, Including Policy and Membership Fees, Less Return Premiums and Premiums on Policies not Taken		3 Dividends Paid or Credited to Policyholders on Direct Business	4 Direct Unearned Premium Reserves	5 Direct Losses Paid (deducting salvage)	6 Direct Losses Incurred	7 Direct Losses Unpaid	8 Direct Defense and Cost Containment Expense Paid	9 Direct Defense and Cost Containment Expense Incurred	10 Direct Defense and Cost Containment Expense Unpaid	11 Commissions and Brokerage Expenses	12 Taxes, Licenses and Fees
	1 Direct Premiums Written	2 Direct Premiums Earned										
1. Fire .....												
2.1 Allied lines .....												
2.2 Multiple peril crop .....												
2.3 Federal flood .....												
2.4 Private crop .....												
2.5 Private flood .....												
3. Farmowners multiple peril .....												
4. Homeowners multiple peril .....												
5.1 Commercial multiple peril (non-liability portion) .....												
5.2 Commercial multiple peril (liability portion) .....												
6. Mortgage guaranty .....												
8. Ocean marine .....												
9. Inland marine .....												
10. Financial guaranty .....												
11. Medical professional liability .....												
12. Earthquake .....												
13. Group accident and health (b) .....												
14. Credit accident and health (group and individual) .....												
15.1 Collectively renewable accident and health (b) .....												
15.2 Non-cancelable accident and health(b) .....												
15.3 Guaranteed renewable accident and health(b) .....												
15.4 Non-renewable for stated reasons only (b) .....												
15.5 Other accident only .....												
15.6 Medicare Title XVIII exempt from state taxes or fees .....												
15.7 All other accident and health (b) .....												
15.8 Federal employees health benefits plan premium (b) .....												
16. Workers' compensation .....												
17.1 Other Liability - occurrence .....												
17.2 Other Liability - claims made .....												
17.3 Excess workers' compensation .....												
18. Products liability .....												
19.1 Private passenger auto no-fault (personal injury protection) .....												
19.2 Other private passenger auto liability .....												
19.3 Commercial auto no-fault (personal injury protection) .....												
19.4 Other commercial auto liability .....												
21.1 Private passenger auto physical damage .....												
21.2 Commercial auto physical damage .....												
22. Aircraft (all perils) .....												
23. Fidelity .....												
24. Surety .....												
26. Burglary and theft .....												
27. Boiler and machinery .....												
28. Credit .....												
30. Warranty .....												
34. Aggregate write-ins for other lines of business .....												
35. TOTALS (a) .....												
<b>DETAILS OF WRITE-INS</b>												
3401. ....												
3402. ....												
3403. ....												
3498. Summary of remaining write-ins for Line 34 from overflow page .....												
3499. Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above) .....												

**NONE**

(a) Finance and service charges not included in Lines 1 to 35 \$ .....

(b) For health business on indicated lines report: Number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....

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**AMERIGROUP Tennessee, Inc. - Middle Region**  
**Report 2A**  
**For the Period Ending 12/31/16**

Member Months	Current Period	Year-To-Date Total	Previous Year Total
	521,865	2,075,498	1,961,019
<b>Revenues:</b>			
TennCare Capitation	164,537,819	657,223,270	662,326,176
Investment	(91,512)	4,348,278	4,546,042
Other Revenues	3,822,219	15,275,416	22,785,457
<b>Total Revenues</b>	<b>168,268,526</b>	<b>676,846,964</b>	<b>689,657,675</b>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	28,476,173	121,413,327	116,230,732
Inpatient Hospital Services	24,466,575	113,835,690	94,335,451
Outpatient Hospital Services	6,859,731	32,562,653	26,408,984
Emergency Room Services	7,836,631	33,257,049	27,234,878
Dental Services	-	-	-
Vision Services	480,211	1,929,596	1,887,456
Pharmacy Services	-	-	-
Home Health Services	3,912,146	16,240,002	15,589,217
Chiropractic Services	-	-	-
Radiology Services	3,702,424	16,473,758	15,679,086
Laboratory Services	2,300,489	9,311,999	10,310,560
Durable Medical Equipment Services	1,025,966	4,097,600	3,724,881
Transportation Services	3,558,084	14,911,593	14,026,005
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
<b>Subtotal Medical and Hospital</b>	<b>82,618,430</b>	<b>364,033,267</b>	<b>325,427,250</b>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	2,610,728	9,807,927	7,489,367
Inpatient Substance Abuse Treatment and Detox	1,740,485	6,519,208	5,083,661
Outpatient Mental Health Services	2,627,279	11,241,612	8,574,563
Outpatient Substance Abuse Treatment and Detox	1,683,189	7,277,565	5,820,088
Housing/Residential Treatment	1,615,366	6,562,455	5,132,733
Specialized Crisis Services	875,113	3,676,518	3,248,569
Psychiatric Rehab and Support Services	1,069,185	4,737,836	3,933,294
Case Management	3,857,204	16,706,862	12,947,524
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>16,078,549</b>	<b>66,529,983</b>	<b>52,229,799</b>
<b>CHOICES</b>			
Nursing Facility Care	26,488,393	103,354,966	108,583,020
HCBS Services	8,563,023	34,709,348	33,422,508
<b>Subtotal CHOICES</b>	<b>35,051,416</b>	<b>138,064,314</b>	<b>142,005,528</b>
Value Based Payouts	7,106	14,809	-
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
<b>Subtotal Hospital, Medical, MH&amp;SAS, CHOICES</b>	<b>133,755,501</b>	<b>568,642,373</b>	<b>519,662,577</b>
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MH&amp;SAS</b>	<b>133,755,501</b>	<b>568,642,373</b>	<b>519,662,577</b>
<b>Administration:</b>			
Compensation	5,337,263	20,991,926	22,204,188
Direct and Allocated Admin expenses	7,384,940	33,768,201	36,177,502
Marketing	46,436	188,436	170,166
Interest Expense	-	-	-
Premium Tax Expense	10,097,523	40,159,564	39,687,795
Occupancy, Depreciation, and Amortization	203,059	861,164	653,316
Other Administration - Write-Ins	987,115	13,757,243	11,266,268
<b>Total Administration Expenses</b>	<b>24,056,336</b>	<b>109,726,533</b>	<b>110,159,236</b>
<b>Total Expenses</b>	<b>157,811,837</b>	<b>678,368,906</b>	<b>629,821,813</b>
Extraordinary Item	-	-	-
Provision for Income Tax	103,056	592,385	25,352,212
<b>Net Income (Loss)</b>	<b>10,353,633</b>	<b>(2,114,327)</b>	<b>34,483,650</b>
<b>Write-Ins for Other Revenues</b>			
HIF Reimbursement	3,822,219	15,275,416	22,785,457
Total Other Revenues	3,822,219	15,275,416	22,785,457
<b>Write-Ins for Other Medical and Hospital</b>			
Total Other Medical and Hospital	-	-	-
<b>Write-Ins for Other MH &amp; SS</b>			
Total Other MH & SS	-	-	-
<b>Write-Ins for Other Administration</b>			
ACA Health Insurer Fee	(140,362)	8,650,639	5,271,430
Claims Adjustment Expense	(144,687)	(28,502)	(515,912)
DME/Vision Network Admin Fees	55,156	217,641	621,687
External Labor Services	391,987	1,864,850	1,245,560
Printing	231,525	508,813	387,873
Implementation Fee	-	-	(1,000,000)
Mailings	134,674	415,358	452,628
Bad Debt	115,930	1,081,570	2,825,666
Telecommunication	72,132	321,307	385,676
Travel	153,878	569,648	766,012
Liquidated Damages	52,500	(117,842)	567,517
Other Administration < \$175,000 YTD	64,382	273,760	258,131
Total Other Administration	987,115	13,757,243	11,266,268

**AMERIGROUP Tennessee, Inc. - East Region**  
**Report 2A**  
**For the Period Ending 12/31/16**

Member Months	Current Period	Year-To-Date Total	Previous Year Total
	423,194	1,706,005	1,480,312
<b>Revenues:</b>			
TennCare Capitation	143,721,601	599,307,418	485,675,994
Investment	1,125,189	3,323,186	2,616,855
Other Revenues	2,595,250	10,380,999	-
<b>Total Revenues</b>	<b>147,442,040</b>	<b>613,011,603</b>	<b>488,292,849</b>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	26,009,596	104,714,576	90,418,645
Inpatient Hospital Services	19,482,988	88,755,479	83,993,323
Outpatient Hospital Services	5,562,825	26,121,854	19,287,355
Emergency Room Services	7,482,354	32,868,482	24,936,730
Dental Services	-	-	-
Vision Services	294,887	1,090,095	1,100,185
Pharmacy Services	-	-	-
Home Health Services	662,478	3,327,380	6,664,865
Chiropractic Services	-	-	-
Radiology Services	3,608,876	16,559,571	11,800,711
Laboratory Services	1,607,475	6,776,465	6,692,351
Durable Medical Equipment Services	774,222	2,797,030	2,751,460
Transportation Services	3,361,621	14,098,841	11,627,076
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
<b>Subtotal Medical and Hospital</b>	<b>68,847,322</b>	<b>297,109,773</b>	<b>259,272,701</b>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	2,851,297	11,064,789	6,207,361
Inpatient Substance Abuse Treatment and Detox	1,900,865	7,393,515	4,401,539
Outpatient Mental Health Services	1,809,986	7,491,597	5,709,450
Outpatient Substance Abuse Treatment and Detox	1,139,367	4,763,016	4,299,307
Housing/Residential Treatment	257,239	725,197	2,429,283
Specialized Crisis Services	445,915	1,933,182	2,009,478
Psychiatric Rehab and Support Services	917,262	3,930,501	2,839,616
Case Management	2,600,730	10,850,496	8,858,593
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>11,922,661</b>	<b>48,152,293</b>	<b>36,754,627</b>
<b>CHOICES</b>			
Nursing Facility Care	38,098,288	151,388,054	90,478,478
HCBS Services	4,787,820	18,151,095	15,373,849
<b>Subtotal CHOICES</b>	<b>42,886,108</b>	<b>169,539,149</b>	<b>105,852,327</b>
Value Based Payouts	76,350	84,670	-
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
<b>Subtotal Hospital, Medical, MH&amp;SAS, CHOICES</b>	<b>123,732,441</b>	<b>514,885,885</b>	<b>401,879,655</b>
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MH&amp;SAS</b>	<b>123,732,441</b>	<b>514,885,885</b>	<b>401,879,655</b>
<b>Administration:</b>			
Compensation	5,250,374	19,638,095	15,980,912
Direct and Allocated Admin expenses	6,761,000	25,416,144	25,158,135
Marketing	47,655	168,025	129,964
Interest Expense	-	-	-
Premium Tax Expense	8,779,011	36,449,774	27,999,108
Occupancy, Depreciation, and Amortization	204,670	810,295	430,319
Other Administration - Write-Ins	363,483	10,688,889	14,277,631
<b>Total Administration Expenses</b>	<b>21,406,193</b>	<b>93,171,222</b>	<b>83,976,070</b>
<b>Total Expenses</b>	<b>145,138,634</b>	<b>608,057,107</b>	<b>485,855,725</b>
Extraordinary Item	-	-	-
Provision for Income Tax	2,604,052	1,053,880	4,421,461
<b>Net Income (Loss)</b>	<b>(300,646)</b>	<b>3,900,616</b>	<b>(1,984,337)</b>
<b>Write-Ins for Other Revenues</b>			
HIF Reimbursement	2,595,250	10,380,999	-
Total Other Revenues	2,595,250	10,380,999	-
<b>Write-Ins for Other Medical and Hospital</b>			
Total Other Medical and Hospital	-	-	-
<b>Write-Ins for Other MH &amp; SS</b>			
Total Other MH & SS	-	-	-
<b>Write-Ins for Other Administration</b>			
ACA Health Insurer Fee	(440,494)	7,006,676	8,917,681
Claims Adjustment Expense	(335,214)	(39,621)	2,275,365
DME/Vision Network Admin Fees	40,618	154,652	672,098
External Labor Services	304,830	1,204,513	749,681
Printing	231,743	462,221	292,369
Implementation Fee	-	-	-
Mailings	134,900	368,033	339,813
Bad Debt	63,929	78,341	584
Telecommunication	68,939	293,176	279,605
Travel	140,296	529,367	477,377
Liquidated Damages	75,000	356,614	26,500
Other Administration < \$175,000 YTD	78,935	274,917	246,558
Total Other Administration	363,482	10,688,889	14,277,631

**AMERIGROUP Tennessee, Inc. - West Region**  
**Report 2A**  
**For the Period Ending 12/31/16**

Member Months	Current Period 402,540	Year-To-Date Total 1,617,361	Previous Year Total 1,429,059
<b>Revenues:</b>			
TennCare Capitation	118,946,907	500,870,198	432,065,197
Investment	706,197	2,621,259	2,079,256
Other Revenues	2,396,765	9,587,059	-
<b>Total Revenues</b>	<b>122,049,869</b>	<b>513,078,516</b>	<b>434,144,453</b>
<b>Estimated Expenses:</b>			
<b>Hospital and Medical (w/o Mental Health)</b>			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	22,980,631	94,418,150	92,450,287
Inpatient Hospital Services	16,361,951	78,420,876	81,820,499
Outpatient Hospital Services	4,360,702	19,883,888	18,651,320
Emergency Room Services	6,641,178	29,668,065	22,225,114
Dental Services	-	-	-
Vision Services	306,764	1,264,412	1,233,606
Pharmacy Services	-	-	-
Home Health Services	1,302,462	5,231,919	7,701,708
Chiropractic Services	-	-	-
Radiology Services	2,819,034	12,601,750	11,339,032
Laboratory Services	1,466,447	6,133,329	6,626,364
Durable Medical Equipment Services	673,061	2,894,022	2,595,488
Transportation Services	2,947,840	12,393,878	10,564,406
Outside Referrals	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	-	-	-
<b>Subtotal Medical and Hospital</b>	<b>59,860,070</b>	<b>262,910,289</b>	<b>255,207,824</b>
<b>Mental Health and Substance Abuse Services</b>			
Inpatient Psychiatric Facility Services	2,190,248	8,728,815	6,176,331
Inpatient Substance Abuse Treatment and Detox	1,460,166	5,826,718	3,624,356
Outpatient Mental Health Services	1,046,273	4,640,952	4,510,034
Outpatient Substance Abuse Treatment and Detox	640,692	2,817,192	3,024,193
Housing/Residential Treatment	667,643	2,469,316	2,673,020
Specialized Crisis Services	347,559	1,478,653	1,729,875
Psychiatric Rehab and Support Services	511,154	2,172,314	2,100,159
Case Management	1,462,448	6,432,015	7,081,849
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	-	-	-
Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services	-	-	-
PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
<b>Subtotal MH&amp;SAS</b>	<b>8,326,183</b>	<b>34,565,975</b>	<b>30,919,817</b>
<b>CHOICES</b>			
Nursing Facility Care	27,751,887	116,187,927	71,728,192
HCBS Services	3,977,869	16,319,528	15,264,525
<b>Subtotal CHOICES</b>	<b>31,729,756</b>	<b>132,507,455</b>	<b>86,992,717</b>
Value Based Payouts	259	518	-
Value Based Recoveries	-	-	-
Other Medical Incentive Pool and Withhold Adjustments	-	-	-
<b>Subtotal Hospital, Medical, MH&amp;SAS, CHOICES</b>	<b>99,916,268</b>	<b>429,984,237</b>	<b>373,120,358</b>
<b>LESS:</b>			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
<b>Subtotal Reinsurance, Copay, Subrogation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Hospital, Medical, MH&amp;SAS</b>	<b>99,916,268</b>	<b>429,984,237</b>	<b>373,120,358</b>
<b>Administration:</b>			
Compensation	4,382,473	16,783,399	14,118,791
Direct and Allocated Admin expenses	5,666,380	22,277,928	24,126,981
Marketing	41,903	165,174	123,028
Interest Expense	-	-	-
Premium Tax Expense	7,280,620	30,510,430	24,907,112
Occupancy, Depreciation, and Amortization	161,029	637,520	367,238
Other Administration - Write-Ins	316,952	8,914,100	12,660,235
<b>Total Administration Expenses</b>	<b>17,849,357</b>	<b>79,288,551</b>	<b>76,303,385</b>
<b>Total Expenses</b>	<b>117,765,625</b>	<b>509,272,788</b>	<b>449,423,743</b>
Extraordinary Item	-	-	-
Provision for Income Tax	1,788,736	874,778	(2,860,337)
<b>Net Income (Loss)</b>	<b>2,495,508</b>	<b>2,930,950</b>	<b>(12,418,953)</b>
<b>Write-Ins for Other Revenues</b>			
HIF Reimbursement	2,396,765	9,587,059	-
Total Other Revenues	2,396,765	9,587,059	-
<b>Write-Ins for Other Medical and Hospital</b>			
Total Other Medical and Hospital	-	-	-
<b>Write-Ins for Other MH &amp; SS</b>			
Total Other MH & SS	-	-	-
<b>Write-Ins for Other Administration</b>			
ACA Health Insurer Fee	(350,699)	6,081,597	7,933,625
Claims Adjustment Expense	(361,863)	(596,678)	1,876,133
DME/Vision Network Admin Fees	41,137	158,273	550,425
External Labor Services	328,315	1,312,688	805,194
Printing	220,405	439,448	281,477
Implementation Fee	-	-	-
Mailings	128,275	348,221	326,823
Bad Debt	29,011	57,770	652
Telecommunication	62,387	261,304	257,164
Travel	100,722	413,386	414,383
Liquidated Damages	47,812	192,603	4,500
Other Administration < \$175,000 YTD	71,450	245,488	209,859
Total Other Administration	316,952	8,914,100	12,660,235

AMERIGROUP Tennessee, Inc.  
MLR Reconciliation to NAIC Filing  
December 31, 2016

**TOTAL REVENUES**

	Middle Tennessee	East Tennessee	West Tennessee	AMERIVANTAGE	NAIC Filing	Page, Col, Line
Net premium income 2016	672,498,687	609,688,416	510,457,257	113,275,475	1,905,919,835	4, C2, L8
Net premium income 2015	685,111,632	485,675,994	432,065,197	85,552,392	1,688,405,215	4, C2, L8
Net premium income 2014	942,351,546			63,997,819	1,006,349,365	4, C2, L8
Net premium income 2013	865,968,872			51,049,846	917,018,718	4, C2, L8
Net premium income 2012	863,517,958			41,362,158	904,880,116	4, C2, L8
Net premium income 2011	896,910,241			23,222,262	920,132,503	4, C2, L8
Net premium income 2010	871,851,131			16,750,528	888,601,659	4, C2, L8
Net premium income 2009	612,724,592			13,401,387	626,125,979	4, C2, L8
Net premium income 2008	598,983,073			8,112,101	607,095,174	4, C3, L2-2008
Net premium income 2007	382,864,891				382,864,891	4, C3, L2-2009
TOTAL by Region	7,392,782,623	1,095,364,410	942,522,454	416,723,968		
MLR Report by Region	7,340,145,914	1,084,983,411	932,935,400			
TOTAL	9,430,669,487					
MLR Report Total	9,358,064,724					
Difference	72,604,763					
ASO PCP administrative fee reclassified to SG&A	942,810					
Affordable Care Act (ACA) Health Insurer Fee (HIF) Reimbursement	(73,539,330)					
Vendor gift cards in wrong product (4Q15)	(8,246)					
Rounding	3					
Unreconciled difference	(0)					

**UNPAID CLAIMS**

	Middle Tennessee	East Tennessee	West Tennessee	AMERIVANTAGE	NAIC Filing	Page, Col, Line
Claims unpaid (less reinsurance ceded)	62,141,837	73,831,001	43,431,581	11,107,812	190,512,231	3, C3, L1
Accrued medical incentive pool and bonus amounts	1,041,798	-	-	365,023	1,406,821	3, C3, L2
Unpaid claims adjustment expenses	1,814,545	2,235,744	1,279,455	264,560	5,594,304	3, C3, L3
TOTAL	64,998,179	76,066,745	44,711,036	11,737,395	197,513,356	
Unpaid Claims Total by Region	64,998,179	76,066,745	44,711,036		185,775,960	
IBNR on MLR report	59,762,840	72,511,834	41,530,994		173,805,668	
Difference	5,235,338	3,554,911	3,180,043		11,970,293	
Held Checks issued but awaiting disbursement					11,898,058	
Unreconciled Claims Unpaid					72,234	
Unreconciled difference					0	

**HOSPITAL AND MEDICAL**

		NAIC Filing	Page, Col, Line
Total Middle expenses on MLR report	5,956,281,345		
Total East expenses on MLR report	919,044,676		
Total West expenses on MLR report	804,442,778		
	7,679,768,799		
Total hospital and medical 07 Dec 31		360,775,300	4, C4, L18-2007
Total hospital and medical 08 Dec 31		535,851,712	4, C4, L18-2008
Total hospital and medical 09 Dec 31		516,193,087	4, C3, L18
Total hospital and medical 10 Dec 31		653,302,266	4, C2, L18
Total hospital and medical 11 Dec 31		695,948,802	4, C2, L18
Total hospital and medical 12 Dec 31		741,069,296	4, C2, L18
Total hospital and medical 13 Dec 31		758,273,927	4, C2, L18
Total hospital and medical 14 Dec 31		790,011,501	4, C2, L18
Total hospital and medical 15 Dec 31		1,364,712,278	4, C2, L18
Total hospital and medical 16 Dec 31		1,606,355,995	4, C2, L18
Total from NAIC filing		8,022,494,164	
Less Medicare expenses		347,416,707	
NAIC net of Medicare expenses	7,675,077,458		
LAE Change-A&H	3,931,250		
Jul-Sep 2013 reinsurance expense	(735)		
Unreconciled difference	760,826		
Rounding			
Difference	0		